STATE OF MICHIGAN CIRCUIT COURT FOR THE 30^{TH} JUDICIAL CIRCUIT INGHAM COUNTY

LINDA A. WATTERS, COMMISSIONER, MICHIGAN DEPARTMENT OF LABOR AND ECONOMIC GROWTH, OFFICE OF FINANCIAL AND INSURANCE SERVICES

Petitioner,

Case No. 05-1472-CR

Hon. William E. Collette

v.

ULTIMED HMO OF MICHIGAN, INC., a Michigan health maintenance organization,

Respondent.

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PETITIONER'S RESPONSE IN OPPOSITION TO MOTION FOR APPROVAL OF PAYMENT OF ULTIMED'S DIRECTORS' PROFESSIONAL FEES AND COSTS UNDER MCLA 500.8116(A)

Introduction

The Board of Directors ("Directors") and legal counsel of Respondent Ultimed HMO of Michigan, Inc. ("Ultimed" or the "Company") are requesting this Court to award them payment from the limited assets of Ultimed's Liquidation Estate for legal costs claimed to have been incurred defending against the Liquidation Petition filed by Petitioner, Linda A. Watters, Commissioner, Michigan Department of Labor and Economic Growth (the "Commissioner"). As this Court is aware, Ultimed's Directors' defense against the Liquidation Petition was

unsuccessful, and the Court entered a Corrected Order for Liquidating Receivership and Declaration of Insolvency of Ultimed HMO of Michigan, Inc. on April 10, 2006.

Pursuant to MCL 500.8116(1), the decision whether to order payment of defense costs and expenses from Ultimed's Liquidation Estate rests within the sound discretion of this Court "as justice may require." Given the limited assets remaining in Ultimed's Liquidation Estate, the multitude of claims against the Liquidation Estate by legitimate creditors of Ultimed, the wrongful acts committed by the principals of Ultimed that contributed to and/or caused the Company's Liquidation, and the other considerations set forth below, the Court should deny Ultimed's Directors' payment request.

Argument

I. The limited assets of Ultimed's Liquidation Estate are intended for the payment of administration costs and Ultimed's legitimate creditors.

Attached as Exhibit A is a Preliminary Liquidation Balance Sheet ("Balance Sheet") prepared by Special Deputy Liquidator James Gerber on April 19, 2006. As the Balance Sheet reflects, the Liquidation Estate assets in the amount of \$881,063 are overwhelmed by \$13,838,555 in claimed liabilities. Moreover, the largest Estate asset is the \$470,000 remaining in the Comerica Trust Account. The money in this account represents the statutory deposit required by MCL 500.3553(3), which provides that HMOs maintaining a certificate of authority to conduct business in Michigan must maintain a deposit in an amount determined adequate by the Commissioner to ensure that the HMO is "safe, reliable, and entitled to public confidence." More importantly, MCL 500.3553(4) mandates that this deposit is "for the sole benefit of the subscribers and enrollees in case of insolvency." MCL 500.8141a governs the priority of payment of any claims to be paid from this deposit, giving last priority to the stockholders and owners of Ultimed. The Comerica Trust Account funds are therefore statutorily earmarked for the benefit of Ultimed's subscribers and enrollees, namely, for the administration of the

Liquidation Estate and the payment of creditor claims. Accordingly, Ultimed's Directors' requested costs <u>cannot</u> be paid from the remaining funds in the Comerica Trust Account.

Consistent with MCL 500.3553(4), any reimbursement ordered by the Court must be paid from the non-deposit assets of Ultimed's Liquidation Estate, which total only \$411,063. Mr. Gerber indicates on the Balance Sheet his belief that most of the Estate assets, including the statutory deposit, will be exhausted by administrative costs. Under this scenario, little or no money will remain in the Estate for the payment of Ultimed's legitimate creditors. Thus, the Court's award of any money to Ultimed's Directors for reimbursement of defense costs would constitute a preferential payment to Ultimed "insiders" to the direct detriment of the administration of the Liquidation Estate and the potential payment of Ultimed's legitimate creditors. For this reason, justice does not require that Ultimed's Directors be reimbursed their defense costs from the limited Liquidation Estate assets, and the Commissioner respectfully requests that the Court safeguard these much-needed remaining assets by denying Ultimed's Directors' payment request.

II. <u>Ultimed's liquidation was caused in large part, if not wholly, by the mismanagement and malfeasance of the Ultimed Directors who now seek reimbursement of their defense costs.</u>

In reviewing Ultimed's books and records, Special Deputy Liquidator James Gerber has uncovered numerous documents evidencing acts of gross mismanagement and outright malfeasance committed by the Directors and controlling principals of Ultimed who now seek payment from the Court. Two of the most egregious examples of this conduct discovered to date are:

- (a) \$7,477,660 in wire transfers from Ultimed to an Ultimed affiliate, Community Health Care Providers, Inc. d/b/a United Community Hospital (the "Hospital"), from 2002 to 2005 without any Board authorization, nearly \$3 million of which Ultimed transferred to the Hospital without receiving any consideration in return (Exhibit B); and
- (b) Ultimed's payment of the American Express bills of its Directors and controlling principals, Harley Brown and Robin Barclay, from at least 2002 through 2004 for

non-Ultimed related expenses including flights for themselves and others to locations such as Las Vegas, Atlanta, and Aspen, stays at lavish hotels, and limousine rentals. Account statements for February and March 2004 only are attached as Exhibit C; however, upon the Court's request, additional statements for the period from 2002 to 2004 evidencing thousands of dollars of these types of expenditures can be provided.

These documents evidence the irresponsible and reprehensible conduct of Ultimed's Directors who, knowing the tenuous financial condition of Ultimed, continued to support other affiliated businesses and make extravagant non-business expenditures from Ultimed's accounts. Nevertheless, the principals who engaged in this conduct now call upon this Court to reimburse them nearly \$5,000 for defending against a Liquidation Petition that was necessitated by their wrongful acts. Pursuant to MCL 500.8116(1), justice compels that these Ultimed "insiders," whose wrongful acts led to the Company's liquidation, not be paid their defense costs at the expense of the administration of the Liquidation Estate and the payment of legitimate creditors.

III. <u>Ultimed's Board of Directors could have avoided incurring any defense costs by stipulating to the Liquidation Order, but instead chose to raise frivolous defenses to the Liquidation Petition that this Court summarily rejected.</u>

As this Court is aware, Ultimed's Directors raised three primary objections in response to the Commissioner's Liquidation Petition. The first objection was that Ultimed's liabilities were overstated because they included liabilities arising from the Wayne County ABW Program business that Ultimed had transferred, without the consent or approval of the creditors from which the liabilities arose, to an Ultimed affiliate. Even had these liabilities been excluded, Ultimed still possessed substantial negative net worth, did not meet the statutory requirements for operating an HMO, and was subject to liquidation. Moreover, the Court recognized the propriety of Special Deputy Gerber including these liabilities in his net worth calculations because of the possibility that the at-issue creditors were not legally bound to recognize the transfer. Accordingly, this argument, even if accepted by the Court, presented no viable defense to the Liquidation Petition and was needlessly raised.

Ultimed's Directors' second "objection" to the Liquidation Petition centered upon the possible infusion of capital into the Company and a corresponding request for more time. This argument cannot even be properly considered a defense, but was rather an attempt to delay entry of the Liquidation Order. In any event, no additional infusion was ever secured and the Court recognized that further delaying entry of the Liquidation Order was not appropriate. Again, this argument did not constitute any meaningful defense to liquidation but was rather a frivolous delay tactic.

Finally, Ultimed's Directors objected to specific provisions contained in the proposed Liquidation Order that referred to Ultimed's affiliates. Again, this was not a defense to liquidation generally, but rather to certain provisions contained in the Liquidation Order that could have been discussed and negotiated without the need for any hearing. Furthermore, the Court recognized that these provisions were appropriately contained in the Liquidation Order because of the possibility of fraudulent transfers of assets belonging to Ultimed by affiliated parties. Thus, this final "objection" to the Liquidation Petition lacked any merit.

None of Ultimed's Directors' frivolous defenses to the Liquidation Petition were "reasonably necessary" to defend against the Petition, as required by MCL 500.8116(1). Instead, these defenses were pointlessly raised in an attempt to delay entry of the Liquidation Order, and resulted only in Ultimed's Directors incurring unnecessary legal costs having no substantive benefit. After serving the Liquidation Petition upon counsel for Ultimed's Directors, the undersigned suggested that the Directors had no defenses to liquidation and should stipulate to the proposed Liquidation Order. This proposal was rejected by Ultimed's Directors and their legal counsel. Thus, Ultimed's Directors consciously elected to incur legal costs by pursuing defenses that had no merit. Under these circumstances, justice does not require that Ultimed's Directors be reimbursed for its needlessly-incurred legal costs, particularly when any reimbursement would be to the detriment of the Ultimed's legitimate creditors and to the

administration of the Liquidation Estate. Accordingly, the Court should deny Ultimed's Directors' payment request.

IV. Mr. Tillman's prior legal bills evidence possible payments by Ultimed to Mr. Tillman for non-Ultimed related legal work and/or preferential payments under MCL 500.8128 that must be returned to Ultimed's Liquidation Estate and constitute an offset against any amounts awarded by the Court for reimbursement of defense costs.

Upon receiving Mr. Tillman's informal (i.e., non-motion) request for payment of his legal costs and expenses on April 18, 2006, Special Deputy Gerber sent Mr. Tillman a letter on April 20, 2006 requesting copies of Mr. Tillman's Ultimed legal bills for the period from December 16, 2004 to the present. The documents Mr. Tillman provided in response to this letter were received on April 25, 2006. In addition, Special Deputy Gerber has recently located, at Ultimed's offices, copies of Mr. Tillman's legal invoices from 1999 through 2005, as well as documents evidencing payments by Ultimed to Mr. Tillman totaling \$95,084.69 for the period from May 6, 2005 through December 2, 2005 alone. *See* Exhibit D. Mr. Tillman's invoices and documents evidencing payments to Mr. Tillman are still being reviewed.

Based upon the foregoing documents, in the event that the Court determines that Mr. Tillman is entitled to be paid any amount for Ultimed's Directors' defense costs, the Commissioner requests that the amount awarded not be payable from the Liquidation Estate until after a final determination has been made regarding the amounts that Mr. Tillman owes to the Ultimed Liquidation Estate because of payments by Ultimed for non-Ultimed related legal services and/or payments that constitute voidable preferences recoverable by the Estate. In this way, Mr. Tillman would receive a "credit" in the amount awarded by the Court that would be offset against any amounts determined to be owed by Mr. Tillman to the Liquidation Estate. Justice requires that no money be distributed to Mr. Tillman from the assets of the Liquidation Estate when it is entirely possible, if not likely, that Mr. Tillman in fact owes the Estate money. Therefore, even if the Court awards some reimbursement of defense costs, the Commissioner

requests that the amount awarded not be distributed until the foregoing determinations have been made.

V. <u>Any amount the Court awards to Ultimed's Board of Directors should be submitted</u> and paid as a claim against Ultimed's Managed Care Errors and Omissions Policy,

Ultimed possesses a "claims made" Managed Care Errors and Omissions Liability Policy, issued by Executive Risk Indemnity Inc. ("Executive Risk"), that includes provisions for the payment of defense costs incurred as a result of the errors or omissions committed by Ultimed's directors, officers, and employees. The Commissioner, as Liquidator, submitted a timely notice of claims and demand to Executive Risk informing the company that, among other claims, a claim was being made for the defense costs incurred by Ultimed's Board of Directors in defending against the Liquidation Petition. Accordingly, assuming that the Court awards any amount to Ultimed's Directors for payment of defense costs, and assuming that Mr. Tillman is owed money after offsetting amounts that he must reimburse the Liquidation Estate, these costs should be treated as a claim against and paid from any proceeds distributed under the Ultimed Errors & Omissions Policy. No present payment should be required from the existing, minimal assets of Ultimed's Liquidation Estate. The Commissioner therefore respectfully requests that if any defense costs are awarded, they be treated in this manner.

Conclusion

For each of the reasons outlined above, the Commissioner respectfully requests this Court to deny the request by Ultimed's Directors for payment of their defense costs and expenses. Should the Court decide to award any amount to Ultimed's Directors and Mr. Tillman, the Commissioner respectfully requests that payment of the amount awarded be conditioned as outlined above.

Respectfully submitted

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Dated: May 8, 2006

Exhibit A

PRELIMINARY LIQUIDATION BALANCE SHEET APRIL 19, 2006

ASSETS

Checking Accounts	\$ 29,000
2002 Federal Tax Refund	344,192
Coamerica Trust Account	470,000
Wayne County ABW Trust	 37,871

Total Assets <u>\$ 881,063</u>

LIABILITIES

Platinum Unpaid Claims	\$3,200,000
Unpaid Trade Vendors	150,000
CVS-PlusCare	1,822,139
CVS-Rite Aid	1,457,645
Unpaid Wayne County Claims	5 <u>7,258,502</u>

Total Liabilities \$13,838,555

Net Deficit \$(13,007,223)

Based on the above, it is likely that most of the assets will be used for administration of the estate.

EXHIBIT B

Reason					BAT115-122	BAT115-122					BAT118-121							GE Capital Fun								
Net		0.00	00:0	0.00			0.00	0.00	_	0.00			0.00	00:0	0.00	0.00	00.00		00.00		0.00	0.00	00:00	0.00	00.0	
To UCH		,	57,000.00 52,000.00		26,000.00		6,000.00	141,000.00		000	00.000,80				59,000.00	12,000.00	12,000.00		142,500.00		5 000 00	5,000.00	00.000,80	13,000.00	68,000.00 59,500.00	
To Platinum Health												_												-		
To First To CD Independence								0.00																		
o Money Mrkt (#1)								0.00				71,000.00	71,000.00			(71,000.00)		98,576.08	169,576.08				(112,666.66)	•		
To To Payroll	, ,	81,000.00		83,000.00			83,000.00	247,000.00		80,000.00				80,000.00					160,000.00		81,000.00				00.000.08	
To Claims			V		300,000,00	400,000.00		700,000.00			350,000,00		50 000 00					400 000 00	500,000,000							
From General		(81,000.00)	(57,000.00) (52,000.00)	(83,000.00)	(300,000,00)	(400,000.00)	(6,000.00)	(1,088,000.00)		(80,000.00)	(350,000,00)	(71,000.00)	(71,000.00)	(80,000.00)	(59,000.00)	(12,000.00) 71,000.00	(12,000.00)	(98,576.08)	(972,076.08)		(81,000.00)	(5,000.00)	(59,500.00) 112,666.66	(13,000.00)	(80,000,00) (68,000,00) (59,500,00)	
Date	1-Jan	30-Jan	24-Jan 10-Jan	16-Jan	16-Jan 5-Jan	3-Jan	7-Jan 2-Jan		1-Feb	27-Feb	22-Feb	15-Feb	15-Feb	13-Feb	13-Feb	8-Feb	8-Feb	1-Feb		1-Mar	27-Mar	25-Mar	22-Mar	15-Mar	13-Mar 12-Mar 7-Mar	

Date	From General	To Claims	To Pavroll	To Money Mrkt (#1)	To CD Independence	To Platinum	mum h	To UCH	N _e t	Reason
	(258,333.34)	0.00	161,000.00	(112,666.66)				210,000.00	0.00	
1-Apr										
26-Apr	(40,000.00)		00 600 00					40,000.00	0.00	
25-Apr	(5,000.00)		0000				_	5,000.00	0.00	
25-Apr	80,500:00		(80,500.00)				_		0.00	
24-Apr 18-Apr	(80,500.00)		80,500.00					67,500.00	00:0	
17-Apr	(150,000.00)	150,000.00						83 000 00	0.00	
10-Apr	(22,000.00)		75,000.00					63,000	0.00	
10-Apr	40,000.00	(20.000.00)		(40,000.00)			_		00.0	
9-Apr	(26,000.00)					_		26,000.00	00:00	
9-Apr	45,000.00			(45,000.00)				6	0.00	
4-Apr	(350,000,00)	350,000,00						59,500.00	00.0	
	(831,500.00)	480,000.00	155,500.00	(85,000.00)			Ī	281,000.00	00.00	
31-May	(302,000.00)	305,000.00							0.00	
23-May	(40,000.00)		00 000 68			40,0	40,000.00		00.0	
9-May	100,000.00		00.00				_		(100,000.00)	Ulticare
8-May 8-May	(80,000.00)		80,000.00		(30,000.00)	0.00)		30,000.00	0.00	
3-May	80.441.97				(100,000.00)	_			100,000.00	Ulticare
2-May	(67,500.00)							67,500.00	0.00	
	(394,058.03)	305,000.00	162,000.00	0.00	(180,441.97) (30,000.00)		40,000.00	97,500.00	00.00	
1-Jun										
28-Jun	(95,000.00)							95,000.00	0.00	
70-Jun	(84,000.00)		84,000.00					25,000,00	0.00	
14-Jun	(50,000.00)	20,000.00				_	_		0.00	BAT 123-124
13-Jun	(86,000.00)							86,000.00	0.00	
	(82,000.00)	00 000 03	82,000.00				+	0000000	0.00	
	(422,000.00)	00.000,00	00.000,001	00:00	00:00	0.00		200,000,00	00.0	_

ULTIMED HMO OF MICHIGAN Transaction Report 2002

Date	From General	To Claims	To Payroll	To Money Mrkt (#1)	To First To CD Independence	_	To Platinum Health	To UCH	Net	Reason
2-Jul									000	
30-Jul	(30'000'00)	30,000.00							00.0	Oakwood
25-Jul	(58,000.00)							58,000.00	00.00	
25-Jul	(16,000.00)							16,000.00	0.00	
23-111	(7,000,00)							7,000.00	0.00	
17-Jul	(79,000.00)		79,000.00					200	00.00	
12-Jul	(00.000,06)							90,000,06	0.00	
12-Jui	(200,000.00)	200,000.00					_			BAT 126 - DMC
9-Jul	37,000.00									Ulticare
3-Jul	(48,000.00)						_			Ulticare
Z-Jul	(30,000.00)	30,000.00	00 000 60				_		0.00	
2-7H	(37.000.00)		00.000,00						37 000 0.00	l Illicare
	(718,000.00)	260,000.00	162,000.00	0.00	0.00	0.00		248,000.00	_	
1-Aug										
							_			
30-Aug	(400,000.00)	400,000.00							00.00	BAT 125-133
29-Aug	(10,000.00)					_		10,000.00	0.00	
29-Aug	(79,000.00)		79,000.00						0.00	
23-Aug	(44,500.00)							44,500.00	0.00	
23-Aug	(95,500.00)						_	95,500.00	0.00	
20-Aug	(10,000.00)							10,000.00	0.00	
Zu-Aug	(10,000.00)	00000						10,000.00	0.00	
19-Aug	(20,000.00)	20,000.00							0.00	
lo-Aug	(20,000.00)		0000				00.000,02		0.00	
9-Aug	(84,000.00)		64,000.00				_	12 500 00	0.00	
50.00	(1.2500.30)							4.250.00	0.00	
Sny-6	(00.005,1)							00.002,1	0.00	
S-Aug	(90,000,00)						_	00.000.00	0.00	
gny-c	(9,000,00)						_	9,000.00	0.00	
Z-Aug	(19,000.00)					_	_	19,000.00	0.00	
2-Aug 1-Aug	(80,000.00)	00,000,01	80.000.00						0.00	BAI 122-125
D C	(00.000,00)	00 000 001	00:000;00	000			00000	00 010	00.0	
	(998,250.00)	430,000.00	243,000.00	0.00	0.00	0.00	20,000.00	305,250.00	0.00	
1-Sep						_				
0						_			ć	
27-Sep	(9,000.00) (175,000.00)	175,000.00	00 000 38			_		3,000.00	00.0	ST JOHN
des-cz	(00.000,00)		00,000,00			_	_		0.00	

Date	From General	To Claims	IC Pavroll	Io Money Mrkt (#1)	To First To CD Independence	st	To Platinum Health	Tolich	t a N	Boscon
24-San	(150,000,00)	150 000 00							0	Masou
24-Sep	(130,000,00)	130,000,00								
7	(00:000,001)	00:00:00				_			0.00	UNIMED
das-07	(00.000,6)							5,000.00	0.00	
19-Sep	(98,000.00)							98,000.00	0.00	
19-Sep	(15,000.00)							15,000.00	00.00	
13-Sep	(28,000.00)							28,000.00	00.00	BAT 125-133
11-Sep	(105,000.00)						105,000.00		0.00	
11-Sep	(89,000.00)		89,000.00						000	
9-Sep	100,000.00							(7.000.00)	(93,000,000)	
5-Sep	(17,000.00)							17,000.00	0.00	
5-Sep	(88,000.00)							88,000,00	000	
4-Sep	(40,000.00)							40,000.00	000	
	(934,000.00)	455,000.00	174,000.00	0.00	0.00	0.00	105,000.00	293,000.00	(93,000.00)	
25-Oct	(5,000.00)							5,000.00	0.00	
24-Oct	(5,000.00)							5,000,00	0.00	
23-Oct	(75,000.00)		75,000.00						000	
23-Oct	(150,000,00)	150,000,00							00.0	
22-Oct	(00 000 00)	200,000,00					•		00:0	
18-0	(00 000 26)							00000	0.00	
16-04	(50,000,00)							97,000,00	0.00	
5 6	(85,000,00)		00 000 20					00,000,00	0.00	
200	(63,000.00)	0000	00,000,00						0.00	
100-4	(130,000.00)	190,000,00							0.00	
4-Oct	(92,000.00)							92,000.00	0.00	
4-0ct	(175,000.00)	175,000.00							0.00	
4-Oct	89,000.00		(89,000.00)						0.00	
	(975,000.00)	655,000.00	71,000.00	0.00	0.00	0.00	00:00	249,000.00	0.00	
27-Nov	(00 000 66)							00 000 60		
27-Nov	(65,000,00)	65 000 00						92,000.00	0.00	
27-Nov	(47 500 00)							77 500 00	0.00	
21-Nov	(50,000,00)						50 000 00	2000,	00.0	
21-Nov	(76,000.00)		76,000.00						00.0	
VOV-10	(8)							8 000 00		
21-Nov	(20,000,00)							20,000.00	00.0	
18-Nov	(13,500.00)							13,500,00	0.00	
15-Nov	(84,000.00)							84,000,00	00.00	
13-Nov	(24.000.00)							24,000,00	0.00	
12-Nov	(15,000.00)	15,000.00							00.00	
7-Nov	(8,000.00)							8,000.00	0.00	
4-Nov	(82,500.00)		82,500.00						0.00	
1-Nov	(89,000.00)					-		89,000.00	0.00	
	(674,500,00)	80,000.00	158,500.00	0.00	0.00	00.0	50,000.00	386,000.00	0.00	

			ĭ	To Money Mrkt		To First	To Platinum			
Date	From General	To Claims	To Payroll	(#1)	To CD In	To CD Independence	Health	To UCH	Net	Reason
20-Dec	(200,000.00)	200,000.00							0.00	
19-Dec	(25,000.00)						25,000.00		0.00	
18-Dec	(85,000.00)		85,000.00						0.00	
16-Dec	(15,000.00)	15,000.00							00.00	
15-Dec	(51,000.00)							51,000.00	0.00	
13-Dec	(107,000.00)							107,000.00	00.00	
10-Dec	50,000.00								(50,000.00)	
6-Dec	(80,000.00)		80,000.00						0.00	
5-Dec	(50,000.00)								50,000.00	
2-Dec									00.00	
	(263,000.00)	215,000.00	165,000.00	00.00	00:0	00.00	25,000.00	158,000.00	0.00	
Year-To-Date										
	(8,828,717.45)	4,130,000.00	2,025,000.00	(28,090.58)	(180,441.97)	(30,000.00)	240,000.00	2,717,250.00	(45,000.00)	
ı										

UlfiCare	(45,000.00)	
U.C.H.	2,717,250.00	
Platinum	240,000.00	
Ultimed	(2,912,250.00)	

2002 Year-To-Date Total Transfers

Ultimed HMO of Michigan Transaction Report

F	rom General	To Claims	To Payroll	To UCH	Reason
\$	(350,000.00)	\$350,000.00			Medicaid Claims - 12/21/01
\$	(8,500.00)			\$ 8,500.00	UCH Rent & Capitation
\$	(55,000.00)			\$55,000.00	UCH Rent & Capitation
\$	(400,000.00)	\$400,000.00			Claims BAT 117-119
\$	(83,000.00)		\$83,000.00		PP Ending 12/29/01
	\$	\$ (8,500.00) \$ (55,000.00) \$ (400,000.00)	\$ (350,000.00) \$350,000.00 \$ (8,500.00) \$ (55,000.00) \$ (400,000.00) \$400,000.00	\$ (350,000.00) \$ 350,000.00 \$ (8,500.00) \$ (55,000.00) \$ (400,000.00) \$ 400,000.00	\$ (350,000.00) \$ 350,000.00 \$ (8,500.00) \$ 8,500.00 \$ (55,000.00) \$ 55,000.00 \$ (400,000.00) \$ 400,000.00

Note: All bank transfers 5 days before and after 12/31/2001

	Reason																								
	0.00 0.00 0.00	0.00		0.00	00.0	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	0.00
		361 000 00		102,500.00 14,000.00	6,500.00			8,300.00		378,100.00			56,500.00 68,500.00	6,500.00		30,000.00 135,500.00		297,000.00				(20,000.00)	20,000.00	148,900.00 7,000.00	
, F																					31,000.00				
To Platinum	50,000.00	(119,000.00) (184.500.00)							(15 000 00)	(15,000.00)			(00 000 05)	(00.000,00)			199,500.00	149,500.00							
From Community		0.00								0.00								0.00							
To Merrill							_													(150,000.00)					(150,000.00)
To Money Mrkt 1st Indoend		0.00				900 900	(123,000.00)	125,000.00		0.00								0.00					(100,000.00)		
To Money Mrkt (#1)		0.00							(15,000.00)	(15,000.00)								0.00							
To Pavroll	79,000.00	156,000.00		79,000.00		17,000.00	63,000.00			159,000.00					81,000.00		75,000.00	156,000.00		80 000 00					108,000.00
To Claims	15,000.00	15,000.00			,	50,000.00				50,000.00		125,000.00		טט טטט אַכ	23,000.00		20 000	150,000.00							; !
From General	(50,000.00) (79,000.00) (15,000.00)	(347,500.00)		(102,500.00) (14,000.00) (79,000.00)	(6,500.00) (111,300.00) (20,000.00)	(50,000.00) (17,000.00) 125,000.00	(63,000.00)	(125,000,00) (8,300.00) (115,500.00)	15,000.00	(557,100.00)		(125,000.00) (56,500.00)	(68,500.00)	(6,500.00)	(81,000.00)	(135,500.00)	(75,000.00)	(152,500.00)		150,000.00	(31,000.00)	(20,000.00)	100,000.00	(7,000.00)	(108,000.00) 150,000.00
Date	10-Apr 10-Apr 8-Apr 4-Apr		1-May	30-May 23-May 21-May	16-May 16-May 15-May	13-May 8-May 8-May	7-May 6-May	6-May 2-May	2-May		1-Jun	30-Jun 27-Jun	27-Jun 25-Jun	20-Jun	18-Jun	13-Jun	5-Jun		1-Jul	31-Jul 31-Jul	28-Jul	28-Jul	25-Jul	23-Jul	17-3ul

	NedSoll		A. George Payroll Adjustmen								Admin Expenses/South Oakl			
to N		0.00	00.0	00.0	0.00	0.00 0.00 0.00 0.00	0.00		0.00 0.00 0.00 0.00	0.00	0.00	0.00		0.00 00.00 0.00
To HCH		155,900.00	(24,000.00)			20,000.00	(4,000.00)		(3,000.00)	(45,000.00)		(69,000.00)		80,000.00
To Ulficare		(69,000.00)	(7,000.00)		(65,000.00) (90,000.00)		(169,000.00)					(88,000.00) (133,000.00)		20,000.00
To Platinum Health	(85,000.00)	(155,000.00)	(917.40)	(56,000.00) (10,000.00) (12,500.00) (17,500.00)		(37,000.00)	(5,000:00) (178,917.40)			(55,000.00)	(45,000.00) (9,776.86) (18,000.00)	(127,776.86)		300,000.00
From Community Trust		0.00					0.00					0.00		
To Merrill Lynch		(300,000,000)					0.00			(10,000.00)		(10,000.00)		
To Money Mrkt 1st Indpend		(100,000.00)					0.00			(10,000.00)		(10,000.00)		
To Money Mrkt (#1)		0.00					0.00					0.00		
To Payroll	(15,000.00)	256,000.00	917.40 7,000.00 7,000.00	56,000.00	88,000.00	88,000.00	284,917.40		10,000.00	55,000.00		163,000.00		20,000.00
To Claims		0.00				7 000 000	5,000.00					0.00		
From General	100,000.00 85,000.00 15,000.00 (83,000.00) 70,000.00	212,100.00	24,000.00	O	65,000.00 90,000.00 (88,000.00) (20,000.00)	_	62,000.00		3,000.00 (10,000.00) (10,000.00) (10,000.00) 45,000.00		45,000.00 9,776.86 18,000.00 45,000.00	186,776.86		(20,000.00) (20,000.00) (80,000.00) (300,000.00)
Date	10-Jul 7-Jul 7-Jul 2-Jul 2-Jul	Δ.Δ.	29-Aug 29-Aug 29-Aug 29-Aug	29-Aug 27-Aug 22-Aug 22-Aug 20-Aug	19-Aug 18-Aug 18-Aug 8-Aug	7-Aug 1-Aug 1-Aug	n 5	1-Sep	29-Sep 26-Sep 26-Sep 26-Sep 26-Sep	26-Sep 26-Sep 26-Sep 23-Sep	18-Sep 18-Sep 12-Sep)	1-0ct	31-0at 31-0at 31-0at 31-0at

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Reason				,	Administrative Expenses								,,,		Anesthesia Services			Various Checks Paid through								
Net	00.0	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
To UCH	5,000.00	(00:000,00)			1,200.00	36,200.00									8.000.00	8,000.00									0.00	2,088,300.00
To Ulticare	11,000.00	(23,000.00)	30,000.00		7,500.00	45,500.00				00000	18.000.00		20,000.00			88,000.00				,					0.00	(237,500.00)
To Platinum Health	(5,000.00)	(5,000.00)			(40,522.23) (17,700.00)	200,777.77	_		100,000.00					(13,853.24)	(280.00)	85,866.76		108,807.93	50,000,00			(50,000.00)	100,000.00		208,807.93	(16,241.80)
From Community Trust		_	(140,000.00)			(140,000.00)										00.00									0.00	(140,000.00)
To Merrill Fr Lynch						0.00										0.00									0.00	(310,000.00)
To Money Mrkt 1st Indpend						00'0										00:00									0.00	15,000.00
To Money Mrkt (#1)						0.00										0.00									0.00	(15,000.00)
To Payroll	10,000.00	00000		5,000.00 75,000.00	4,600.00	174,600.00			00000	107,000,00		81,000.00				188,000.00		000000	120,000,00			123 000 00		113 000 00	356,000.00	2,393,517.40
To Claims						0.00		150,000.00								150,000.00				340,000.00	20,000.00			130,000.00	490,000.00	1,665,000.00
From General		23,000.00	140,000.00 (30,000.00)	(5,000.00) (75,000.00)	40,522.23	(317,077.77)		(150,000.00)	(100,000.00)	(107,000.00)	(30,000.00)	(81,000.00)	(20,000.00)	13,853.24	(8,000.00)	(519,866.76)		(108,807.93)	(120,000.00)	٠		50,000.00		(130,000.00)	(1,	(5,443,075.60)
Date	30-0ct 28-0ct	20-0ct 10-0ct	10-Oct 10-Oct	10-0ct 10-0ct	10-0ct 9-0ct	. IL	1-Nov	26-Nov	24-Nov	19-Nov	2-Nov	5-Nov	4-Nov	voN-4	4-Nov		1-Dec	31-Dec	31-Dec	30-Dec	26-Dec	19-Dec	12-Dec	5-Dec		Year-To-Date

C.C.C.P	o-Date Total Transfers (1,834,55
ULTIMED	(16,241.80)
UlfiCare	(237,500.00)
U.C.H.	2,088,300.00

0.00	0.00	00.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00		00:00	0.00	0.00	0.00		0.00	0.00	0.00
				00.00						0.00					0.00		7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7	(00.006,611)	
				0.00						0.00					0.00				
	128,000.00	111,600.00 25,000.00	14,000.00	285,600.00		110,000.00	13,500.00	72,500.00 114,000.00	15,000.00	358,500.00		20,000.00	16,000.00	99,000.00 20,000.00	281,000.00		16,000.00	115,500.00	26,000.00
	(128,000.00)	(111,600.00)	(14,000.00)	(285,600.00)		(110,000.00)	(13,500,00)	(72,500.00)	(15,000.00)	(358,500.00)		(20,000.00)	(16,000.00)	(20,000.00)	(281,000.00)		(16,000.00)	(72 500 00)	(26,000.00) (26,000.00) (12,000.00)
1-Jan	24-Jan	10-Jan 8-:Ian	6-Jan		1-Feb	21-Feb 21-Feb	13-Feb	13-Feb 7-Feb	7-Feb 3-Feb	 	1-Mar	21-Mar 21-Mar	14-Mar	/ -lvlar 6-Mar		1-Apr	25-Apr	18-Apr 16-Apr	11-Apr 11-Apr
		(128,000.00) 128,000.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (14,000.00) 7,000.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (14,000.00) 7,000.00 (7,000.00) 7,000.00 (285,600.00) 285,600.00 0.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (14,000.00) 14,000.00 (7,000.00) 7,000.00 (285,600.00) 285,600.00 0.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (14,000.00) 7,000.00 (7,000.00) 7,000.00 (285,600.00) 285,600.00 0.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (14,000.00) 7,000.00 (7,000.00) 7,000.00 (285,600.00) 285,600.00 (110,000.00) 110,000.00 (15,500.00) 13,500.00 (13,500.00) 13,500.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (14,000.00) 7,000.00 (7,000.00) 7,000.00 (10,000.00) 110,000.00 (15,500.00) 13,500.00 (114,000.00) 114,000.00 (114,000.00) 114,000.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (14,000.00) 7,000.00 (7,000.00) 7,000.00 (110,000.00) 110,000.00 (15,500.00) 15,500.00 (114,000.00) 114,000.00 (15,000.00) 114,000.00 (115,000.00) 118,000.00 (118,000.00) 118,000.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (7,000.00) 7,000.00 (7,000.00) 7,000.00 (110,000.00) 110,000.00 (115,500.00) 15,500.00 (13,500.00) 13,500.00 (14,000.00) 14,000.00 (15,000.00) 15,000.00 (15,000.00) 18,000.00 (18,000.00) 358,500.00 (18,000.00) 358,500.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (14,000.00) 7,000.00 (7,000.00) 7,000.00 (110,000.00) 110,000.00 (15,500.00) 15,500.00 (13,500.00) 13,500.00 (114,000.00) 114,000.00 (15,000.00) 15,000.00 (118,000.00) 358,500.00 (18,000.00) 358,500.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (14,000.00) 7,000.00 (7,000.00) 7,000.00 (110,000.00) 110,000.00 (15,500.00) 15,500.00 (13,500.00) 13,500.00 (14,000.00) 114,000.00 (18,000.00) 15,000.00 (18,000.00) 358,500.00 (20,000.00) 20,000.00 (20,000.00) 20,000.00 (20,000.00) 126,000.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (14,000.00) 7,000.00 (110,000.00) 110,000.00 (15,500.00) 110,000.00 (13,500.00) 13,500.00 (114,000.00) 114,000.00 (114,000.00) 15,000.00 (128,500.00) 358,500.00 (126,000.00) 126,000.00 (126,000.00) 126,000.00 (126,000.00) 16,000.00 (126,000.00) 16,000.00 (126,000.00) 16,000.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (14,000.00) 7,000.00 (15,500.00) 110,000.00 (13,500.00) 15,500.00 (13,500.00) 12,500.00 (14,000.00) 12,500.00 (14,000.00) 12,500.00 (18,000.00) 18,000.00 (18,000.00) 126,000.00 (16,000.00) 126,000.00 (16,000.00) 126,000.00 (16,000.00) 126,000.00 (16,000.00) 126,000.00 (16,000.00) 126,000.00 (106,000.00) 20,000.00 (20,000.00) 20,000.00	(111,600.00) 128,000.00 (111,600.00) 111,600.00 (125,000.00) 11,000.00 (14,000.00) 1285,600.00 (15,500.00) 15,500.00 (15,500.00) 15,500.00 (15,500.00) 17,500.00 (114,000.00) 11,000.00 (15,000.00) 12,500.00 (15,000.00) 13,500.00 (15,000.00) 15,000.00 (16,000.00) 126,000.00 (16,000.00) 126,000.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (14,000.00) 14,000.00 (7,000.00) 7,000.00 (15,500.00) 15,500.00 (15,500.00) 15,500.00 (14,000.00) 110,000.00 (15,500.00) 15,500.00 (14,000.00) 15,000.00 (14,000.00) 14,000.00 (14,000.00) 15,000.00 (15,000.00) 15,000.00 (15,000.00) 16,000.00 (16,000.00) 126,000.00 (16,000.00) 126,000.00 (16,000.00) 126,000.00 (16,000.00) 126,000.00 (16,000.00) 20,000.00 (16,000.00) 281,000.00 (16,000.00) 281,000.00 (16,000.00) 281,000.00 (16,000.00) 281,000.00	(128,000.00) 128,000.00 (111,600.00) 111,600.00 (25,000.00) 25,000.00 (14,000.00) 14,000.00 (14,000.00) 7,000.00 (15,500.00) 15,500.00 (15,500.00) 15,500.00 (14,000.00) 15,500.00 (15,000.00) 15,000.00 (16,000.00) 20,000.00 (16,000.00) 281,000.00 (16,000.00) 281,000.00 (16,000.00) 18,000.00 (16,000.00) 281,000.00 (16,000.00) 18,000.00 (16,000.00) 281,000.00 (16,000.00) 18,000.00 (16,000.00) 18,000.00 (16,000.00) 18,000.00	(128,000.00) 128,000.00 (25,000.00) 11,600.00 (14,000.00) 14,000.00 (7,000.00) 14,000.00 (7,000.00) 14,000.00 (115,000.00) 110,000.00 (15,000.00) 15,000.00 (15,000.00) 18,000.00 (15,000.00) 18,000.00 (15,000.00) 18,000.00 (15,000.00) 18,000.00 (15,000.00) 18,000.00 (15,000.00) 18,000.00 (15,000.00) 18,000.00 (15,000.00) 18,000.00 (16,000.00) 18,000.00 (16,000.00) 18,000.00 (16,000.00) 18,000.00 (16,000.00) 18,000.00 (16,000.00) 18,000.00 (16,000.00) 18,000.00 (16,000.00) 18,000.00 (16,000.00) 18,000.00 (16,000.00) 281,000.00 (16,000.00) 18,000.00 (16,000.00) 18,000.00

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- MICHIGAN Report To Platinum Health	(119,000.00) (234,500.00)			0.00	00.00		00.00		000
ULTIMED HMO OF MICHIGAN Transaction Report 2003 To Platinum To Payroll Health	0.00			0.00	0.00		0.00		0.00
UL To UCH	119,000.00 361,000.00		102,500.00 14,000.00 6,500.00 111,300.00 20,000.00 8,300.00	378,100.00	56,500.00 68,500.00 6,500.00 30,000.00 135,500.00		(20,000.00) 20,000.00 148,900.00 7,000.00 155,900.00		(24,000.00) 20,000.00 (4,000.00)
From General	(126,500.00)		(102,500.00) (14,000.00) (6,500.00) (111,300.00) (20,000.00) (8,300.00)	(378,100.00)	(56,500.00) (68,500.00) (6,500.00) (30,000.00) (135,500.00)		20,000.00 (20,000.00) (148,900.00) (7,000.00) (155,900.00)		24,000.00 (20,000.00) 4,000.00
Date	4-Apr	1-May	30-May 23-May 16-May 16-May 15-May 6-May		1-Jun 27-Jun 27-Jun 20-Jun 18-Jun 13-Jun	1-Jul	28-Jul 28-Jul 25-Jul 23-Jul	1-Aug	29-Aug 8-Aug_

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	Reason	s								
	Net	0.00 0.00 0.00 0.00 0.00		0.00	0.00		0.00		0.00	0.00
: MICHIGAN Report To Platinum	Health	0.00		(5,000.00)	(5,600.00) (20,600.00)		0.00		0.00	(255,100.00)
ULTIMED HMO OF MICHIGAN Transaction Report 2003 To Platinum	To Payroll	0.00		00 000 09	60,000.00		0.00		0.00	
nr.	To UCH	(3,000.00) 10,000.00 (45,000.00) (10,000.00) (21,000.00) (69,000.00)		80,000.00 5,000.00 10,000.00	1,200.00 3 6,200.00		8,000.00 8,000.00	1	00.00	2,088,300.00
	From General	3,000.00 (10,000.00) 45,000.00 10,000.00 21,000.00 69,000.00		(80,000.00)	4,400.00 (75,600.00)		(8,000.00) (8,000.00)		0.00	(1,893,200.00)
	Date	29-Sep 26-Sep 26-Sep 26-Sep 23-Sep	1-0ct	31-0ct 30-0ct 28-0ct 24-0ct	9-0ct	1-Nov	4-Nov-4	1- Dec 3-Dec	II	Year-To-Date ==

Ultimed HMO of Michigan Transaction Report

Date	F	rom General	To Claims	To Payroll	To UCH	Reason
Dec-01 ######## ###########################	\$ \$ \$	(350,000.00) (8,500.00) (55,000.00)	\$350,000.00			Medicaid Claims - 12/21/01 UCH Rent & Capitation UCH Rent & Capitation
Jan-02						
1/3/2002 1/2/2002		(400,000.00) (83,000.00)	\$400,000.00	\$83,000.00		Claims BAT 117-119 PP Ending 12/29/01

Note: All bank transfers 5 days before and after 12/31/2001

	0.00	,	0.00 0.00 0.00	0.00	00.00	0.00
			D. Tillman Ck#36839			
	0.00	00.0		0.00 0.00 150,000.00	0.00 0.00 0.00 0.00 18,000.00	75,000,00 125,000,00 125,000,00 0.00 200,000,00 0.00 0.00 0.00
NET	000	80 0	000	00'000'00 90'000'00	0.00	0.00
07.2000	00'0	90	000	0.00	0.00	00:00
aggagaga	000	000	00.	0.00	0000	0.00
	0.00	35,500.00 40,000.00	27,000.00	27,000.00	58,500.00	18,000.00 61,000.00 79,000.00
Ulticare	30,000.00	00 0	34,56	44,584.50	0.00	0.00
Platinum L	(17,000.00)	(66,000.00)	(27,000.00) (75,000.00) (125,000.00)	150,000.00	(18,000.00)	0,00
	115,000.00 116,000.00	114,000.00	118,000.00	229,000.00	110,000.00 119,000.00 229,000.00	111,000.00 (75,000.00) (125,000.00) 112,000.00 23,000.00
S Payroll	200,000.00	367,500.00 160,000.00 90,000.00 235,000.00 100,000.00	946,000.00	680,500.00 1,120,500.00	280,000.00 280,000.00	(61,000.00) (112,000.00) (173,000.00) 300,000.00
leral Claims	(200,000.00) (25,000.00) (115,000.00) 17,000.00 (30,000.00) (1,16,000.00) (469,000.00)	(114,000.00) (357,500.00) (65,000.00) (160,000.00) (112,000.00) (100,000.00) (100,000.00) (40,000.00)	(34,584,50) (440,000.00) (40,000.00) (10,000.00) (118,000.00) (75,000.00) (75,000.00) (111,000.00)	(150,000,00) (150,000,00) (680,500,00) (1,656,084,50)	(280,000.00) (110,000.00) (38,500.00) (119,000.00) (567,500.00)	(11,000.00) (111,000.00) (129,000.00) (300,000.00) (100,000.00)
General	1-Jan 30-Jan 28-Jan 27-Jan 16-Jan 15-Jan	7-Feb 26-Feb 26-Feb 19-Feb 11-Feb 11-Feb 6-Feb 6-Feb 6-Feb	1-Mar 31-Mar 29-Mar 26-Mar 24-Mar 22-Mar 16-Mar 11-Mar	3-Mar 3-Mar	1-Apr 22-Apr 21-Apr 13-Apr 8-Apr 8-Apr	1-May 25-May 20-May 14-May 13-May 6-May 6-May 1-Jun 30-Jun 24-Jun 24-Jun

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50,000.00	50,000,00	570,000,00	16,500.00 586,500.00	130,000.00	100,000,00	4,157,000.00
(30,000.00) (5,000.00) (78,500.00) (103,000.00) (70,000.00) (112,000.00) (19,000.00)	(20,000.00)	(142,000.00) (55,000.00) (386,050.00) (11,000.00) (570,000.00) (77,000.00)	(20,000.00) (16,500.00) (1,217,550.00)	(130,000.00) (105,000.00) (50,000.00) (105,000.00) (88,000.00) 30,000.00	(108,000.00) (536,000.00)	(9,377,803.22)
1-0a 29-0a 29-0a 21-0a 15-0a 1-0a 1-0a		25-Nov 23-Nov 23-Nov 122-Nov 17-Nov 17-Nov	5-Nov 5-Nov 2-Nov	1-Dec 20-Dec 20-Dec 20-Dec 15-Dec 10-Dec 2-Dec	1-Dec	Year-To-Date

ULTIMED HMO OF MICHIGAN Transaction Report 2004

2004 Year-To-Date Total Transfers UCH Monthly Reimbursements

Difference

1,134,500.00

U.C.H. 2,204,268.72

UltiCare

C.C.C.P.

1,069,768.72

				ם	ILTIMED HMO OF MICH Transaction Report 2005	ULTIMED HMO OF MICHIGAN Transaction Report 2005					
	General	Payroll	7.000000	-	Claims	Platinum	NCH	UCH C	Ulticare Othe	Other Withdrawals	
1-Jan 31-Jan 28-Jan 24-Jan		136,000.00			3,000.00	(3,000.00) (136,000.00) (11,000.00)				0.00	
21-Jan 20-Jan 19-Jan	4,000.00				6,000.00	(24,500.00) (40,000.00) (17,500.00)		40,000.00		0.00 0.00 6,500.00	
19-Jan 13-Jan 13-Jan	14,156.15 . 35,000.00					(14,156.15) (14,156.15) (35,000.00) (60,000.00)	60,000.00			0.00	
12-Jan 11-Jan 7-Jan		110,000.00				(110,000.00) (16,000.00) (40,000.00)	16,000.00	40,000.00		0.00	
	58,156.15	246,000.00	0.00	0.00	60,500.00	(529,156.15)	76,000.00	80,000.00	0.00	8,500.00	
1-Feb 25-Feb 11-Feb		94,000.00				(94,000.00)				0.00	
10-Feb 9-Feb	0.00	76,000.00 170,000.00	0.00	0.00	0.00	40,000.00 (76,000.00) (170,000.00)	0.00	0.00	0.00	(40,000.00) 0.00 0.00	
1-Mar 23-Mar 11-Mar 3-Mar		79,000.00 78,000.00			14,000.00	(79,000.00) (78,000.00) (14,000.00)				0.00	
3-Mar 2-Mar 2-Mar 2-Mar	(10,000.00)	(10,000.00)			2,337.23	10,000.00 (2,337.23) (9,920.74)				10,000,00 0.00 0.00 0.00	
	(79.26)	147,000.00	0.00	0.00	16,337.23	(173,257.97)	0.00	0.00	0.00	10,000.00	
1-Apr 29-Apr 29-Apr 29-Apr 28-Apr		28,000.00				(48,500.00) (20,000.00) (28,705.55) (28,000.00)	20,000.00	48,500.00 28,705.55		0.00 0.00 0.00 Amgro Inc.	gro Inc.
9-Apr 9-Apr 7-Apr 7-Apr 4-Apr		30,000.00				(33,000.00) 97,205.55 (30,000.00) (60,000.00) 46,000.00	(97,205.55)			00.0 00.0 00.0 00.0	
	0.00	171,000.00	0.00	0.00	0.00	(125,000.00)	(123,205.55)	77,205.55	0.00	0.00	
1-May 20-May 20-May 20-May 18-May	15,000.00	82,000.00				(15,000.00) (35,000.00) (15,000.00) (82,000.00)	35,000.00 15,000.00			0.00	·
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	Other Withdrawals	0.0000000000000000000000000000000000000	0.00	0.00	6,700.00	0.00	6,700.00	0.00	00.0 00.0	0.00	00.00	0.00	0.00 0.00 20,000.00 0.00 0.00	20,000.00	0.00 25,000.00 0.00 0.00 0.00 30,000.00	0.00 0.00 55,000.00
	Ulticare Othe		00.00				0.00					0.00		0.00		0.00
	UCH		00.00				00.00	9	00'000'01		6,000.00	16,000.00		0.00		0.00
	UCH	17,000.00	95,000.00	20 000 00			20,000.00	10,000.00		19,000.00		29,000.00		0.00		0.00
F MICHIGAN Report	Platinum Platinum	(17,000.00) (28,000.00) (28,000.00) (4,000.00) (81,000.00) (3,400.00) (2,000.00)	(310,400.00)	(83,000.00)	(81 000 00)	(5,000.00) (81,000.00)	(270,000.00)	(54,000.00) (10,000.00)	(10,000.00) (30,000.00) (48,000.00)	(2,000.00) (19,000.00)	(6,000.00) (25,000.00)	(204,000.00)	(2,500.00) (70,000.00) (20,000.00) (53,000.00) (23,000.00) (12,000.00)	(180,500.00)	(23,000.00) (7,000.00) (21,000.00) (20,000.00) (30,000.00)	(45,000.00) (8,000.00) (154,000.00)
ULTIMED HMO OF MICHIGAN Transaction Report 2005	Claims		0.00				0.00					0.00	١	0.00		0.00
			0.00				0.00					00.00		0.00		0.00
			0.00				0.00					0.00		0.00		00.0
	Payroll	81,000.00	163,000.00	83,000.00	(6,700.00) (2,000.00) 81.000.00	81,000.00	236,300.00	54,000.00	30,000.00	2,000.00	25,000.00	159,000.00	70,000.00 53,000.00 23,000.00	146,000,00	23,000,00 (25,000,00) 7,000,00 21,000,00 20,000,00	45,000.00
	General	28,000.00 4,000.00 3,400.00 2,000.00	52,400.00		2,000.00	5,000.00	7,000.00					0.00	2,500.00	14,500,00		8,000.00
	•	16-May 11-May 11-May 6-May 3-May 2-May		1-Jun 29-Jun 24-Jun	15-Jun 15-Jun 14-Jun	14-Jun		1-Jul 28-Jul 28-Jul	25-Jul 21-Jul 14-Jul	14-Jul 13-Jul	13-Jul 13-Jul		1-Aug 30-Aug 24-Aug 19-Aug 11-Aug 10-Aug	2-Aug	1-Sep 22-Sep 16-Sep 12-Sep 9-Sep 9-Sep 8-Sep	7-Sep 2-Sep

Ulticare Other Withdrawals

HON

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Platinum

Claims

Payroll

General

ULTIMED HMO OF MICHIGAN Transaction Report 2005

			500,000.00 These funds came back-in don't kno	
Other Withdrawals		0.00	500,000.00 The	00.000,000
Ulticare Ot		0.00	cc	O.U
nch Lou		0.00		0.00
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Platinum	(23,000.00) (32,000.00) (6,000.00) 3,000.00	(29,000.00)	(4,642.60) (38,100.00) (2,900.00) (15,000.00) (10,000.00) (10,000.00) (500,000.00) (500,000.00) (500,000.00) (10,000.00) (10,000.00) (10,000.00) (10,000.00) (10,000.00) (10,000.00) (10,000.00) (10,000.00) (10,000.00) (10,000.00)	1,011,042.00)
Claims	(3,000.00)	(3,000.00)	(10,000.00) 265,000.00	
o de la la		0.00		00.0
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Payroll	23,000.00 32,000.00 6,000.00 3,000.00 (300.00) (2,500.00) 13,000.00)	61,200.00	38,100.00 10,000.00 30,000.00 10,000.00 10,000.00	120,100,00
General	(3,000.00) 300.00 2,500.00 1,000.00	800.00	2,900.00 10,000.00 15,000.00 10,000.00	53,400,00
•	1-0ct 5-0ct 7-0ct 14-0ct 14-0ct 14-0ct 25-0ct 25-0ct 25-0ct 27-0ct 28-0ct		1-Nov 30-Nov 29-Nov 28-Nov 25-Nov 22-Nov 22-Nov 18-Nov 18-Nov 15-Nov 15-Nov 1-Nov 1-Nov	

600,200.00

U.C.H. 384,642.60

ULTIMED (2,971,569.49)

UNKNOWN 600,200.00

C.C.C.P. 2005 Year-To-Date Total Transfers 1,986,726.89

UCH Monthly Reimbursements

Difference

404,837.23

10,000.00

Year-To-Date

1,134,500.00

	Other Withdrawals		00.0	00.0	00.00	0.00			00.00	00.0	00.0	00.0	00.00	0.00	0.00	00.0	0.00	00.0	0.00
	Ulticare																		00.00
	NCH														_				00.00
	UCH														50,000.00				50,000.00
ULTIMED HMO OF MICHIGAN Transaction Report 2005	Platinum		(3,800.00)	(11,500.00)	(2,000.00)	(10,000.00)			15,000.00	5,000.00	5,000.00	(10,000.00)	(20,000.00)	(20,000.00)	(50,000.00)	(40,000.00)	(16,500.00)	(20,000.00)	(183,450.00)
ULTIMED HMC Transacti 20	Claims		(1,000.00)			10,000.00	4,000.00	5,000.00	(15,000.00)							40,000.00	16,500.00		59,500.00
												10,000.00							10,000.00
																			0.00
	Payroll		3,800.00	11,500.00	•			(2,000.00)			(5,000.00)		20,000,00	20,000.00					45,300.00
	General	•	1,000.00	000°F	2,000.00		(4,000.00)			(2,000.00)								20,000.00	18,650.00
	•	1-Dec	30-Dec	28-Dec	27-Dec	27-Dec	22-Dec	22-Dec	20-Dec	20-Dec	20-Dec	16-Dec	15-Dec	13-Dec	9-Dec	2-Dec	1-Dec	1-Dec	

(749,857.40)	

EXHIBIT (

American Express P.O. Box 297879 Ft. Lauderdale, FL 33329-7879





Mon - Fri 8:00 AM - 8:00 PM, ET



Robin M Barclay Community Health Plain 2401 20th Street Detroit MI 48216-1506

1-800-238-8091 January 06, 2005

إوالوالمسوالطالموالطالما الطواليواليوالوالماليوا

Dear Robin M Barclay:

We are contacting you because:

It's important for you to know that your account is past due.

Business Card



Please be aware that new charges will be declined on the accounts listed within the Account Summary section, and (if applicable) you should advise any additional

Cardmember(s) that their new charges will also be declined.

We would like you to:

Make a payment immediately. If you are unable to make a payment for at least the

past due amount or have any questions, please call us today.

For Immediate Payment:

To make a payment by phone*, call us at 1-800-I-PAY-AXP (1-800-472-9297). To make a payment on-line*, visit us at http://www.americanexpress.com/pbc*Certain

restrictions apply

0 Kristopik

O Kristopik **Credit Operations** Please Pay Per Rober Barchy

Account Summary

Product Account Number Past Due + New Billed Charges* = Total Business \$5,351.54 \$5,366.73						
	Puoinceo	<u> </u>	 +	New Billed Charges*	=	

Fold here L. detach, and return with your payment.

NCPIPD C90

reverse side of this coupon.

			\$
Payment Co Robin M Bar	upon for rclay	Past Due Amount Due Immediately	*Please refer to your most recent billing statement(s) for specific Payment Due Date(s) and amount(s) due. For Lending
Product	Account Number	Amount Enclosed	Accounts or Flexible Payment Features, this amount represents your minimum due Amount.
Business		\$,	To ensure proper credit, you must enter the amount you are paying for each account listed on this Payment Coupon.
	Total	\$	Please send one check, payable to American Express, with this Payment Coupon. Payment is due in U.S.Dollars.
			Check here if your address or telephone number has changed. Note changes on the

Overnight Mail Address Attn: US Payment FL American Express 2965 W Corporate Lakes Blvd Weston, FL 33331-3626

American Express PO Box 5207 Ft. Lauderdale, FL 33310-5207

Ultimed HMO of Michigan 2401 20th Street Detroit, MI 48216 (313) 961-1717

CHECK REQUEST DATE: 2/25/04 **CHECK PAYABLE TO THE ORDER OF: AMERICAN EXPRESSS** FOR THE AMOUNT OF: \$13,319.45 **REASON:** JAN/FEB BILL **DEPT:** UCH-\$ ULC -\$ DEPARTMENT: REQUEST BY: APPROVED BY: FINAL APPROVAL: FOR FINANCE DEPARTMENT USE ONLY ACCOUNT NO: AMOUNT: 13,319.45 36727 -36682 CHECK NO: VENDOR NO: A.E. INVOICE NO: CHECK DATE: **FEB 04** 02/25/04





520,065 Membership Rewards® Points Available

Points Available at 02/08/04; when charges are paid in full and all your accounts are in good standing.

Prepared For ROBIN M BARCLAY COMMUNITY HEALTH PLN Account Number

Closing Date 02/08/04

Page 1 of 9

Previous Balance \$
711.30
CR

Payments/Credits \$ -118.50

表 城山

New Charges \$ 14,149.25

New Balance \$ 13,819.45

Please Pay By 02/23/04

Please refer to page 2 for important information regarding your account

Terms - Payable in full on receipt of Statement.

To manage your Account, visit us online at open american express com or call Customer Service at 1-800-492-8468.

Cardmember Snapshot

Cardmember Name	Card Number	¢	Tôtal, Payments/Credits \$	Total New Charges \$
ROBIN M BARCLAY	E . Comment of the co	3	-118.50	10,336.37
HARLEY BROWN Total		· · ·	0.00 -118,50	3,812.88 14,149.25

Activity Indicates posling date

1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	/ P. P. C.				100	Militares			
New Act	ivity for ROBÍN M BARCLAY XXX2-58006			1.5	Ę	P. All	; / ; , ,	. 4	Amount \$
01/31/04*	NORTHWEST AIRLINES MINNEAPOLIS TKT# 0127537270783	SMN							-118.50
01/14/04	SWEET GEORGIA BROWN DETROIT FOOD/BEVERAGE FOOD-BEV WAITER	MI 160.02 40.00		?	· · · · · · · · · · · · · · · · · · ·	North States	was its		200.02
01/16/04	DR MICHELLE HARDAWAYFARMNGTI MED SYCS	NHLLS	MI						2,200.00
01/16/04	BELLAGIO ROOM RES. LAS VEGAS LODGING CHRGS	NV							626.75
01/17/04	SPRINT PCS 218 FARMINGTON HILLS GOODS/SERVICES	MI				- · · · · · · · · · · · · · · · · · · ·			243.78
01/18/04	BROWN DERBY RESTAURADETROIT FOOD/BEVERAGE FOOD/BEV	MI 336.92	- AND THE STREET				,		336.92

Please fold on the perforation below, detach and return with your payment.

Continued on Page 3



Account Number
XXXX-XXXXX2-58000

Closing Date 02/08/04

Page 3 of 9

New Ac	tivity Continued	•	. Amount \$
01/18/04	BROWN DERBY RESTAURADETROIT MI FOOD/BEVERAGE FOOD/BEV 45.00		45.00
01/18/04	BROWN DERBY RESTAURADETROIT MI FOOD/BEVERAGE FOOD/BEV 200.00		200.00
01/20/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C ATLANTA GA DETROIT MI-WAYNE C Ticket Number: 01275372680116 Passenger Name: BARCLAY/R Document Type: PASSENGER TICKET	Carrier: Class: NW BA NW BA Date of Departure: 01/20	418.20
01/20/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C BIRMINGHAM AL DETROIT MI-WAYNE C Ticket Number: 01275372707836 Passenger Name: BARCLAY/R Document Type: PASSENGER TICKET	Carrier: Class: NW MR NW MR Date of Departure: 01/27	522.70
01/20/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C ATLANTA GA DETROIT MI-WAYNE C Ticket Number: 01275372926973 Passenger Name: BROWN/H Document Type: PASSENGER TICKET	Carrier: Class: NW BA NW BA Date of Departure: 01/20	418.20
01/20/04	EXPEDIA SVC/DLVRY FE800-397-3342 WA NON-REFUNDABLE		5.00
01/20/04	EXPEDIA SVC/DLVRY FE800-397-3342 WA NON-REFUNDABLE		5.00
01/20/04	EXPEDIA SVC/DLVRY FE800-397-3342 WA NON-REFUNDABLE		5.00
01/20/04	NATIONAL ASSOCIATIONSILVER SPRINGS MD MEDICAL/HEALTH SERVICES		225.00
01/20/04	NATIONAL ASSOCIATIONSILVER SPRINGS MD MEDICAL/HEALTH SERVICES		225.00
01/22/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275372707836		4.99
01/22/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275372680116		4.99
01/22/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275372926973		4.99
01/22/04	DET METRO MCNAMA PARDETROIT MI AUTO PARKING LOTS		28.00
01/22/04	MED CNSLTNTS NTWRK ENGLEWOOD CO PUBLISHING/PRINTING		255.00
01/23/04	HARRY BAR & GRILL DETROIT MI FOOD/BEVERAGE FOOD/BEV 85.75 WAITER 20.00		105.75
01/26/04	1099EXPRESS ALTA 361-991-1600 TX COMPUTER NETWRK/INF SVC		199.00



Account Number XXXX-XXXXXX2-58000

Closing Date 02/08/04 Page 5 of 9

New Ac	ctivity Continued		Amount \$
02/05/04	DR MICHELLE HARDAWAYFARMNGTN HLLS MI MED SVCS		120.00
02/06/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C LOS ANGELES CA DETROIT MI-WAYNE C Ticket Number: 01275396641116 Passenger Name: BARCLAY/R Document Type: PASSENGER TICKET	Carrier: Class: NW VA NW VA Date of Departure: 02/07	384.20
02/06/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C LAS VEGAS NV DETROIT MI-WAYNE C Ticket Number: 01275396810240 Passenger Name: BARCLAY/R Document Type: PASSENGER TICKET	Carrier: Class: NW V7 NW V7 Date of Departure: 02/22	376.70
02/06/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275389651421		4.99
02/06/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275389650581		4.99
02/06/04	EXPEDIA SVC/DLVRY FE800-397-3342 WA NON-REFUNDABLE		5.00
02/06/04	EXPEDIA SVC/DLVRY FE800-397-3342 WA NON-REFUNDABLE		5.00
02/06/04	MUSIC HALL CTR FOR TDETROIT MI TICKET AGENCIES		800.00
02/07/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275394610291		4.99
02/07/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275396641116		4.99
02/07/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275396810240		4.99
Total of	New Activity for ROBIN M BARCLAY	New Charges Payments/Credits	10,336.37 -118.50
New Act	ivity for HARLEY BROWN		
01/02/04	ASPEN SNOWMASS EXPRESS ASPEN CO NON AGENT - RETAILERS		600.00
01/09/04	HOTEL JEROME-LODGINGASPEN CO LODGING		1,523.44
01/13/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 40.70		40.70
01/14/04	JACOBYS GERMAN BIERGDETROIT MI RESTAURANT FOOD-BEV 58.99 WAITER 10.00		68.99
01/19/04	OFFICE DEPOT, INC. SOUTHFIELD MI OFFICE PROD. & SUPPLIES RECORDER,MICRO,UNI-DIR MIC/VOR BATTERY,AA,1.5V,ENERGIZER,4/PK TAPE,CASSETTE,MICRO,60MIN,9PK PEN,PM ERASER,MAX,MED,2PK,BLK		89.61

New Ac	ivity Continued			Amount \$
01/20/04	MARIOS DETROIT 01 FOOD AND BEVERAGE FOOD-BEV	MI 41.95		41.95
01/22/04	MARIOS DETROIT 01 FOOD AND BEVERAGE FOOD-BEV	MI 97.85		97.85
01/23/04	MARIOS DETROIT 01 FOOD AND BEVERAGE FOOD-BEV	MI 47.65		47.65
01/29/04		o: OUSTON TX IAH ETROIT MI-WAYNE C 16	Carrier: Class: NW M0 NW Y2 Date of Departure: 01/30	1,185.70
01/31/04*	AIRFLIGHT INSURANCE PRE TKT NO. 01221978127916	MIUM		4.99
02/02/04	DET METRO MCNAMA PARD AUTO PARKING LOTS	ETROIT MI		112.00
Total of	lew Activity for HARLEY	BROWN	New Charges Payments/Credits	3,812.88 0.00
Total of	New Activity		New Charges Payments/Credits	14,149.25 -118.50



Account Number XXXX-XXXXX2-58000

Closing Date 02/08/04

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New Ac	ctivity Continued		Amount \$
01/18/04	BROWN DERBY RESTAURADETROIT MI FOOD/BEVERAGE FOOD/BEV 45.00		45.00
01/18/04	BROWN DERBY RESTAURADETROIT MI FOOD/BEVERAGE		200.00
	FOOD/BEV 200.00		,
01/20/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C ATLANTA GA DETROIT MI-WAYNE C	Carrier: Class: NW BA NW BA	418.20
	Ticket Number: 01275372680116 Passenger Name: BARCLAY/R Document Type: PASSENGER TICKET	Date of Departure: 01/20	
01/20/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C BIRMINGHAM AL	Carrier: Class: NW MR	522.70
	DETROIT MI-WAYNE C Ticket Number: 01275372707836 Passenger Name: BARCLAY/R Document Type: PASSENGER TICKET	NW MR Date of Departure: 01/27	
01/20/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C ATLANTA GA DETROIT MI-WAYNE C Ticket Number: 01275372926973 Passenger Name: BROWN/H	Carrier: Class: NW BA NW BA Date of Departure: 01/20	418.20
01/20/04	Document Type: PASSENGER TICKET EXPEDIA SVC/DLVRY FE800-397-3342 WA		5.00
01/20/04	NON-REFUNDABLE EXPEDIA SVC/DLVRY FE800-397-3342 WA NON-REFUNDABLE		5.00
01/20/04	EXPEDIA SVC/DLVRY FE800-397-3342 WA NON-REFUNDABLE		5.00
01/20/04	NATIONAL ASSOCIATIONSILVER SPRINGS MD MEDICAL/HEALTH SERVICES		225.00
01/20/04	NATIONAL ASSOCIATIONSILVER SPRINGS MD MEDICAL/HEALTH SERVICES		225.00
01/22/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275372707836		4.99
01/22/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275372680116	a tanan kangat angalan galanga dang cang cang ang ang ang ang ang ang ang ang ang	4.99
01/22/04*	AIRFLIGHT INSURANCE PREMIÚM TKT NO. 01275372926973		4.99
01/22/04	DET METRO MCNAMA PARDETROIT MI AUTO PARKING LOTS		28.00
01/22/04	MED CNSLTNTS NTWRK ENGLEWOOD CO PUBLISHING/PRINTING		255.00
01/23/04	FOOD/BEVERAGE FOOD/BEV WAITER HARRY BAR & GRILL DETROIT MI SECRET SECRE		105.75
01/26/04	1099EXPRESS ALTA 361-991-1600 TX COMPUTER NETWRK/INF SVC	,	199.00

New Ac	tivity Continued		Amount \$
01/29/04	AMEX DISABILITY PLANS, 1-888-668-9050 AMEX ACCIDENTDISABILITY		12.95
01/29/04	BEVERLY HILLS GRILL BEVERLY HILLS MI 01 FOOD AND BEVERAGE		73.07
01/31/04	WESTIN HOTELS ATL AR404-7627676 GA Arrival Date Departure Date 01/29/04 01/30/04 HOTEL/LODGING LODGING		122.11
02/01/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C PHOENIX AZ DETROIT MI-WAYNE C Ticket Number: 01275389650581 Passenger Name: BARCLAY/R Document Type: PASSENGER TICKET	Carrier: Class: NW L3 NW L3 Date of Departure: 02/06	350.20
02/01/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C LAS VEGAS NV- DETROIT MI-WAYNE C Ticket Number: 01275389651421 Passenger Name: BARCLAY/R Document Type: PASSENGER TICKET	Carrier: Class: NW V7 NW L1 Date of Departure: 02/15	336.70
02/01/04	HERTZ CAR RENTAL ATLANTA GA Location Rental: ATLANTA GA Return: ATLANTA GA Agreement Number: 150300975 Renter Name: BARCLAY /ROBIN Reference Number: 020001	Date 01/29/04 02/01/04	351.08
02/01/04	DET METRO MCNAMA PARDETROIT MI AUTO PARKING LOTS		84.00
02/01/04	WESTIN METROPOLITAN 734-9426500 MI F&B/RESTAURANT FOOD/BEV 31.80 TIP 10.00		41.80
02/02/04	WESTIN HOTELS ATL AR404-7627676 GA Arrival Date Departure Date 01/31/04 02/01/04 HOTEL/LODGING LODGING		308.80
02/02/04	EXPEDIA SVC/DLVRY FE800-397-3342 WA NON-REFUNDABLE		5.00
02/02/04	EXPEDIA SVC/DLVRY FE800-397-3342 WA NON-REFUNDABLE		5.00
02/04/04	RATTLESNAKE CLUB DETROIT MI FOOD/BEVERAGE FOOD/BEV 102.82 TIP 20.00		122.82
02/05/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To. DETROIT MI-WAYNE C BIRMINGHAM AL DETROIT MI-WAYNE C Ticket Number: 01275394610291 Passenger Name: BARCLAY/R Document Type: PASSENGER TICKET	Carrier: Class: NW MR NW MR Date of Departure: 02/17	522.70
2/05/04	EXPEDIA SVC/DLVRY FE800-397-3342 WA NON-REFUNDABLE		5.00



Closing Date 02/08/04

New Ad	tivity Continued		_			Amount
02/05/04	DR MICHELLE HARDAWAYFARMNGTN MED SVCS	HLLS MI				120.00
02/06/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C LOS ANGEL DETROIT M Ticket Number: 01275396641116 Passenger Name: BARCLAY/R		Carrier: NW NW Date of Depa	Class: VA VA arture: 02/07		384.20
	Document Type: PASSENGER TICKET					
02/06/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C LAS VEGAS DETROIT MI Ticket Number: 01275396810240 Passenger Name: BARCLAY/R Document Type: PASSENGER TICKET		Carrier: NW NW Date of Depa	Ciass: V7 V7 arture: 02/22		376.70
02/06/04*	AIRFLIGHT INSURANCE PREMIUM					4.99
02/06/04*	TKT NO. 01275389651421 AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275389650581					4.99
02/06/04	EXPEDIA SVC/DLVRY FE800-397-3342 NON-REFUNDABLE	WA				5.00
02/06/04	EXPEDIA SVC/DLVRY FE800-397-3342 NON-REFUNDABLE	WA		~~~		5.00
02/06/04	MUSIC HALL CTR FOR TDETROIT TICKET AGENCIES	MI				800.00
02/07/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275394610291		* ************************************			4.99
02/07/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275396641116					4.99
02/07/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275396810240		· · · · · · · · · · · · · · · · · · ·			4.99
Total of	New Activity for ROBIN M BARCL	.AY		-	New Charges Payments/Credits	10,336.37 -118.50
New Acti	vity for HARLEY BROWN					
01/02/04	ASPEN SNOWMASS EXPRESS ASPEN (NON AGENT - RETAILERS	0	THE LATER IN THE PARTY OF THE PARTY.	en mer under unterne en 'n televier en 'n televier		600.00
01/09/04	HOTEL JEROME-LODGINGASPEN LODGING	CO				1,523.44
01/13/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV	40.70				40.70
01/14/04	JACOBYS GERMAN BIERGDETROIT RESTAURANT FOOD-BEV	MI 58.99 10.00		7 - 2 - 3 - 3 - 4 - 4 - 4 - 4 - 4 - 4 - 4 - 4		68.99
01/19/04		VII				89.61

New Ac	ctivity Continued	Amount \$
01/20/04	MARIOS DETROIT MI	41.95
	01 FOOD AND BEVERAGE	
	FOOD-BEV 41.95	
01/22/04	MARIOS DETROIT MI	97.85
	01 FOOD AND BEVERAGE FOOD-BEV 97.85	
01/23/04	MARIOS DETROIT MI	47.65
	01 FOOD AND BEVERAGE	
	FOOD-BEV 47.65	
01/29/04	NORTHWEST AIRLINES LIVONIA MI	1,185.70
	From: To: Carrier: Class:	
	DETROIT MI-WAYNE C HOUSTON TX IAH NW MO	
	DETROIT MI-WAYNE C NW Y2 Ticket Number: 01221978127916 Date of Departure: 01/30	
	Passenger Name: BROWN/HARLEY	
01/31/04*	AIRFLIGHT INSURANCE PREMIUM	4.99
	TKT NO. 01221978127916	
02/02/04	DET METRO MCNAMA PARDETROIT MI	112.00
	AUTO PARKING LOTS	
Total of	New Activity for HARLEY BROWN New Cl Payments/C	harges 3,812.88 Credits 0.00
Total of	f New Activity New Ch Payments/C	

Account Number
XXXX-XXXXX2-58000

Closing Date 02/08/04

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Please detach here Account Number Travel Insurance Premium Refund Form If you have been charged an insurance premium for one of the reasons listed on the back of this form, please 1) provide the information requested and 2) check the reason for your refund. Attach additional pages if necessary. Please deduct the lotal premium refund from your payment and return this form with payment. In order to receive a refund you must fill out this form completely. Failure to do so may result in a delay in processing or a denial of your request. If you are claiming for an uninsured person you must indicate his/her name on the back of the form. Ticket/Rental Amount Ticket/Rental Agreement No. Month Billed No. of Premiums Program Premium Amount Total "Airline" \$374.20 001643835 March \$4.50 \$4.50 Airflight EXAMPLE Total No. of premiuma Use the back of this form or attach additional pages for additional premium refund requests. Non-fare airline services charge (excess baggage, itinerary change, upgrade, cancellation, or any other non-air transportation charge). Please check the reason for request to ensure a timely Refund. (See reverse side of your refund form for explanation.) Uninsured car rental vehicle (e.g. cargo van or motorcycle) Total Refund Requested An uninsured person (someone other than yourself, your spouse, your dependent children under age 23*, or your Actitional Cardmentbers and their spouses or dependent children under age 23*).

*For NY residents only, under age 19. Two or more premium charges for \$ same car rental. Cancelled car rental/ no show. Non-scheduled airline flight (e.g. charter). Other charges unrelated to the actual car rental (e.g. gas). Cancelled trip. Car rental in an excluded country

other than yo dependent of baggage or a billed for a ca same car ren excluded cou * For NY resident Unins	urself, spouse, nildren under ag ny other non-ai ncelled car rent tal, or other cha ntry. s only. Dependents u sured Name	n refund if premiu dependent child ge 23"), itinerary r transportation o al or no show, ar rges unrelated to under the age of 19 ar e	ren under age changes, upgr charges. Enroll in uninsured car of the actual car ecovered for Auton	23* or Additional ading of class, no lees are also due rental vehicle, if rental, if premiurate Flight Insurance.	Cardmembers, on-scheduled ai a premium refu two premiums v ms were billed fo	their spouses, o rline flights, exce nd if premiums w vere charged for or a car rental in a	or ess vere the	
Vendor Name	Ticket/Rental Amount	Ticket/Rental Agreement No.	Month Billed	No. of Premiums	Program	Premium Amount	Total	
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Save 30% on Business Incorporation and Related Services



Business Filings provides you with everything you need to easily form a corporation, LLC, or nonprofit in any state. If your company is expanding, and you need to register to transact business in other states, Business Filings can prepare and file your certificate of authority. Business Filings also provides registered agent services, federal EINs, and can help prepare the necessary form to elect S corporation status.

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*Terms and Conditions apply.

To apply or for further information, call 1-877-770-2639.

(CE 104214)

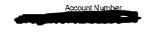




476,390 Membership Rewards® Points Available

at 01/08/04, when charges are paid in fu and all your accounts are in good standin

Prepared For ROBIN M BARCLAY COMMUNITY HEALTH PLN



Closing Date 01/08/04

Page 1 of 7

Previous Balance \$ 15,222.19

Payments/Credits \$
-21,458.89

New Charges \$ 5,525.40

Credit Balance \$ 711.30 CR **Do Not Pay** Please refer to page 2 for important information regarding your account

Credit balance - can be applied against future charges or you may request a refund.

To manage your Account, visit us online at open american express.com or call Customer Service at 1-800-492-8468.

Cardmember S	napshot
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Cardmember Name	Çard Number	Total: Payments/Credits \$	Total New Charges \$
ROBIN M BARCLAY HARLEY BROWN	of the second se	-21,458.89 0.00	3,432.94 2,092.46
Total		-21,458.89	5,525.40

ĺ	ctivity	* Indicates posting date

New Act	tivity for ROBIN M BARCLAY		Amount \$
01/04/04*	PAYMENT RECEIVED - THANK YOU		-14,163:14
01/04/04*	PAYMENT RECEIVED - THANK YOU		-7,295.75
12/11/03	GABY BRASSERIE FRANCNEW YORK FOOD/BEV	NY	220.53
12/12/03	SOFITEL HOTELS-NY F/NEW YORK LODGING CHARGES	ŇY	337.80
12/13/03	DET METRO MCNAMA PARDETROIT AUTO PARKING LOTS	MI	84.00
12/13/03	SOFITEL HOTELS-NY FINEW YORK LODGING CHARGES	NY	1,029.25
12/14/03	MARRIOTT 33789NYMRQUNEW YORK Arrival Date Departure Da 12/12/03 12/14/03 LODGING	NY te	No of Nights 2

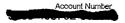
Payment Coupon

ROBIN M BARCLAY

2401 20TH ST

DETROIT MI

COMMUNITY HEALTH PLN



Continued on Page 3

Do Not Pay

To Pay by Computer, visit open american express. com. To Pay by Phone, call 1-800-472-9297.

Credit Balance \$711.30CR

Please enter account number on all checks and correspondence.

Make check payable to American Express.

Check here if address or telephone number has changed. Note changes on reverse side.

AMERICAN EXPRESS PO BOX 360001 FT LAUDERDALE FL 33336-0001

Jullanka dhadhalladhadhadhaa dhladdadh

48216-1506

Payments: Payments received after 12:00 noon or on weekends or holidays may not be credited until the next business day. Payments must be in US Dollars and drawn on a bank located in the US. Unless you are paying by computer or by phone, please submit your payment in the enclosed envelope with the payment coupon and the account number indicated on the check. Please do not send post-dated checks. They will be deposited upon receipt. If payment is made in any other form or at any other location, there may be a delay in processing. We reserve the right to process checks electronically, at first presentment and any re-presentments, by transmitting the amount of the check, routing number, account number and check serial number to your financial institution. Your checking account may be debited as soon as the same day we receive your payment. If we can not collect the funds electronically at first presentment, we may issue a draft against your account for the amount of the check.

Authorization for Electronic Payments: By using the American Express Pay By Computer, Pay By Phone or any other American Express electronic payment service, you will be authorizing American Express to initiate an electronic debit to the financial account you specify in the amount you request. To use Pay By Computer, please visit us at www.americanexpress.com.

visit us at www.americanexpress.com.

Late Fees: We will assess fees for late payment in accordance with the Cardmember Agreement, as amended.

To avoid fees for late payment, we must receive your payment for the amount due on this statement, not later than the

Lost or Stolen Card: If the Card is lost or stolen, telephone us immediately at the number indicated on your paper statement, or click on the Customer Service link online. Outside the U.S., call collect or contact the nearest American Express Travel Service Office or other local American Express office.

In. Case of Errors or Questions About Your Bill: If you think your bill is wrong, or if you need more information about a transaction which appears on your statement, write or call the Customer Service department as indicated on your paper statement, or click on the Customer Service link online. We must hear from you no later than 60 days after we sent

you the first bill on which the error or problem appeared.

What We Need From You When You Have A Billing Inquiry: 1. Your name and account number; 2. The dollar amount of the suspected error; 3. Describe the error and explain why you believe there is an error. If you need more information, describe the item you are unsure about. While we are investigating the amount in question, you are still obligated to pay the parts of your bill that are not in question. Please retain any receipts pertinent to your

In Case of Errors or Questions About Your Electronic Transfers: Please contact us by visiting us online at open american express.com, or you can call us at 1-800-IPAY-AXP for Pay By Phone and Pay By Computer issues, or 1-800-CASH-NOW for Express Cash and automatic payment issues. You can also write to the Express Cash Operations address indicated on your statement. If you think your statement, receipt, or transaction is wrong, please contact us as soon as possible. We must hear from you no later than 60 days after we sent you the FIRST statement on which the problem or error appeared.

When contacting us: 1. Tell us your name and account number; 2. Provide the dollar amount of the suspected error; 3. Describe the error or the transfer you are unsure of, and explain as clearly as you can why you believe there is an error or why you need more information. We will investigate your complaint and correct any error promptly. If we take more than 10 business days to do this, we will credit your account for the amount you think is in error, so that you will have use of the money during the time it takes us to complete our investigation.

Credit Balance: If a credit balance (designated "CR") is shown on this statement, no payment is required. You may make charges against the credit balance or request a refund. Requests for refunds should be made in writing to the Refund Unit at the Customer Service address indicated on your paper statement, or click on the Customer Service link online.

Creditor: American Express Travel Related Services Company, Inc.



To Pay By Phone 1-800-472-9297

Customer Service 1-800-492-8468 24 hours/7 days

Express Cash 1-800-CASH-NOW

Lost or Stolen Card 1-800-492-3344

International Collect 1-623-492-7719

Hearing Impaired (9am-5pm EST) TTY: 1-800-221-0050 FAX: 1-800-695-9090 In NY: 1-800-552-1897



Correspondence

Customer Service P.O. Box 297804 Ft. Lauderdale, FL 33329-7804

Express Cash Operations P.O. Box 297815 Ft. Lauderdale, FL 33329-7815

Payments PO BOX 360001 FT LAUDERDALE 33336-0001

Change of Address If correct on front

Name Company Street Address City, State Zip Code

Area Code and Home Phone

Area Code and Work Phone

Email

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Providing your email address to American Express will enable you to receive special offers, suited to your needs.



Closing Date 01/08/04

New Ar	ctivity Continued			Amount \$
12/15/03	SOFITEL HOTELS-NY F/NEW YORK NY LODGING CHARGES			20.33
12/15/03	TLG*TRAVEL ADV 800-318-2709 CT TRAVELERS ADVANTAGE			59.95
12/17/03	GREEKTOWN CASINO - ADETROIT MI FOOD/BEVERAGE			192.00
	FOOD/BEV 142.00 TIP 50.00			
12/20/03	GREEKTOWN CASINO - ADETROIT MI FOOD/BEVERAGE	- Paradis and		293.00
	FOOD/BEV 243.00 TIP 50.00			
2/24/03	AMEX DISABILITY PLANS, 1-888-668-9050 AMEX ACCIDENTDISABILITY		•	12.95
2/25/03	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES			266.50
	From: To: DETROIT MI-WAYNE C ATLANTA GA DETROIT MI-WAYNE			
	Ticket Number: 01275344512761 Passenger Name: BARCLAY/R Document Type: PASSENGER TICKET	Date of Departure: 12/26		
2/25/03	EXPEDIA SVC/DLVRY FE800-397-3342 WA NON-REFUNDABLE			5.00
2/26/03*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275344512761			4.99
2/28/03	NORTHWEST AIRLINES ST. PAUL MN From: To: ATLANTA GA Not Available Ticket Number: 01221964470382 Passenger Name: BARCLAY/ROBI	Carrier: Class: NW L0 Date of Departure: 12/29		100.00
2/28/03	TWIST ATLANTAGA FOOD/BEV FOOD/BEV 24.61 TIP 10.00			34.61
2/28/03	SPONDIVITS EASTPOINT GA 7011-28 FOOD&BEVERAGE FOOD/BEV 108.91 TIP 16.80			125.71
/30/03	CREDIT CARD REGISTRY (800)227-2639 1 YEAR MEMBERSHIP FEE			29.00
//31/03*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01221964470382			4.99
/05/04	MEXICAN VILLAGE DETROIT MI FOOD/BEVERAGE FOOD 33.34 TIP 10.00			43.34
otal of I	New Activity for ROBIN M BARCLAY		New Charges Payments/Credits	3,432.94 -21,458.89
ew Acti	vity for HARLEY BROWN			
/11/03	MARIOS DETROIT MI 01 FOOD AND BEVERAGE			162.90
	FOOD-BEV 162.90			

Account Number
XXXX-XXXXX2-58000

Closing Date 01/08/04 Page 5 of 7

Please detach here Travel Insurance Premium Refund Form Account Number If you have been charged an insurance premium for one of the reasons listed on the back of this form, please

1) provide the information requested and 2) check the reason for your refund. Attach additional pages if necessary.

Please deduct the total premium refund from your payment and return this form with payment.

In order to receive a refund you must fill out this form completely. Failure to do so may result in a delay in processing or a denial of your request. If you are claiming for an uninsured person you must indicate his/her name on the back of the form. Ticket/Rental Amount Ticket/Rental Agreement No. Month Billed No. of Premiums Program Premium Amount Total "Airline" \$374.20 001643835 March \$4.50 \$4.50 EXAMPLE Airflight Total No. of premiums Use the back of this form or attach additional pages for additional premium refund requests. Please check the reason for request to ensure a timely Refund. (See reverse side of your refund form for explanation.) Non-ture airline services charge (excess baggage, ilinerary change, upgrade, cancellation, or any other non-air transportation charge). Uninsured car rental vehicle (e.g. cargo van or motorcycle) Total Refund Requested An uninsured person (someone other than yourself, your spouse, your dependent children under age 23*, or your Additional Cardmembers and their spouses or dependent children under age 23*).

*For NY residents only, under age 19. Two or more premium charges for same car rental. Cancelled car rental/ Non-scheduled airline flight (e.g. charter). Other charges unrelated to the actual car rental (e.g. gas).

Car rental in an excluded country Cancelled trip.

Prepared For
ROBIN M BARCLAY
COMMUNITY HEALTH PLN

Account Number XXXX-XXXXX2-58000

Page 6 of 7

Enrollees are due a premium refund if premiums were charged for cancelled trips, uninsured persons (someone
other than yourself, spouse, dependent children under age 23* or Additional Cardmembers, their spouses, or
dependent children under age 23*), itinerary changes, upgrading of class, non-scheduled airline flights, excess
baggage or any other non-air transportation charges. Enrollees are also due a premium refund if premiums were
billed for a cancelled car rental or no show, an uninsured car rental vehicle, if two premiums were charged for the
same car rental, or other charges unrelated to the actual car rental, if premiums were billed for a car rental in an
excluded country.

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Closina Date

01/08/04



Save 30% on Business Incorporation & Related Services



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(CE 104157)

Page 7 of 7

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To apply or for further information, call 1-877-770-2639.

(CE 104112)

*Terms and Conditions apply.

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(CE 104119)

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*American Express will donate up to \$2,500,000 to The Statue of Liberty Foundation, Inc. based on one cent per eligible Card purchase between December 1, 2003 and January 31, 2004. Eligible Card purchases include all purchases made with an American Express Business Card from OPEN: The Small Business Network or a personal American Express Card.

(CE 104115)

Express® Business Card and help re-open the Statue of Liberty.

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From:

"原"

rcminerjr@aol.com

Sent: To: Monday, January 26, 2004 2:44 PM

To: Subject: ARUTTENBERG@ULTIMED-HMO.COM Print this Credit Card Receipt - 1099 Express

Thanks for your credit card puchase of 1099 Express Software! Please print this receipt as your proof of purchase of 1099 Express Software and/or Services.

Card Name: ROBIN BARCLAY

Amount: 199.00

Description: 1-New User License 1099 Express

Invoice: D012633 AuthCode: 165832 Response: Approved NetWkRef: VBVE02344846 When: 01/26/2004 13:44:07

E-Mail: ARUTTENBERG@ULTIMED-HMO.COM

Since you have purchased 1099 Express, you are entitled to the program Unlock Code or Password. However, to give you the Password we need your Program Serial Number and the above Invoice Number. The Program Serial Number is found on the program's Help/Register Menu.

Please reply to this E-Mail with your Program Serial Number and Invoice Number. E-Mail is the quickest way to receive your Password.

You may also call request your password by telephone (361-991-1600) or by fax $(413\ 410-3009)$. Please feel free to give us a call anytime you need assistance.

Very truly yours, 1099Express.Com development team



Please keep this receipt as a record of your credit card purchase.

Your transaction was approved!

Reference #

VBVE02344846

Invoice #:

D012633

Description: 1-New User License 1099 Express

Total Amount:

199.00

Bill To:

ROBIN BARCLAY

ARUTTENBERG@ULTIMED-HMO.COM

Return

Thank you for your credit card purchase from 1099 Express!

Ultimed HMO of Michigan 2401 20th Street Detroit, MI 48216 (313) 961-1717

CHECK REQUEST DATE: 3/18/04 CHECK PAYABLE TO THE ORDER OF: **AMERICAN EXPRESS** FOR THE AMOUNT OF: \$20,072.76 **REASON: FEB/MAR CHARGES** DEPT: UCH -\$ ULC -\$ REQUEST BY: DEPARTMENT: APPROVED BY: FINAL APPROVAL: FOR FINANCE DEPARTMENT USE ONLY

AMOUNT:

CHECK NO:

CHECK DATE:

20,072.76

36170

ACCOUNT NO:

VENDOR NO:

INVOICE NO:

A.E.

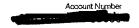
MAR 04





546,262 Membership Rewards® Points Available at 03/09/04, when charges are paid in full and all your accounts are in good standing

Prepared For **ROBIN M BARCLAY** COMMUNITY HEALTH PLN



Closing Date 03/09/04

Page 1 of 12

Previous Balance \$ 13,319.45 Payments/Credits \$ -13,946.20 New Charges \$ 20,699.51

New Balance \$ 20,072.76 Please Pay By 03/24/04

Please refer to page 2 for important information regarding your account

See Page 9 For A Notice Of Changes To Your Agreement

See Page 11 For An Important Privacy Notice

Terms - Payable in full on receipt of Statement.

To manage your Account, visit us online at open.americanexpress.com or call Customer Service at 1-800-492-8468.

Cardmember Snapshot

Cardmember Name	Card Number .	Total Payments/Credits \$	Total New Charges \$	
ROBIN M BARCLAY HARLEY BROWN	0-10-0-0000	-13,946.20 0.00	6,352.47 14,347.04	
Total		-13,946.20	20,699.51	

Activity *Indicates posting date

Name And	ivity for ROBIN M BARCLAY	Foreign Spending	Amount \$
Card XXXX-XX	XXX2-58000		
03/07/04*	PAYMENT RECEIVED - THANK YOU		-13,319.45
02/23/04	BELLAGIO ROOM RES. LAS VEGAS NV LODGING CHRGS		-626.75
02/09/04	D L S LIMOUSINES SERVI BEVERLY HILLS CA GENERAL MDSE		396.00
02/09/04	HERTZ CAR RENTAL LOS ANGELES CA		285.49
	Location Date		

LOS ANGELES CA Rental: Return: LOS ANGELES CA

Agreement Number: 154334036 Renter Name: BARCLAY /ROBIN Reference Number: 030009

02/07/04 02/09/04 Payments: Payments received after 12:00 noon or on weekends or holidays may not be credited until the next business day. Payments must be in US Dollars and drawn on a bank located in the US. Unless you are paying by computer or by phone, please submit your payment in the enclosed envelope with the payment coupon and the account number indicated on the check. Please do not send post-dated checks. They will be deposited upon receipt. If payment is made in any other form or at any other location, there may be a delay in processing. We reserve the right to process checks electronically, at first presentment and any re-presentments, by transmitting the amount of the check, routing number, account number and check serial number to your financial institution. Your checking account may be debited as soon as the same day we receive your payment. If we can not collect the funds electronically at first presentment, we may issue a draft against your account for the amount of the check.

Authorization for Electronic Payments: By using the American Express Pay By Computer, Pay By Phone or any other American Express electronic payment service, you will be authorizing American Express to initiate an electronic debit to the financial account you specify in the amount you request. To use Pay By Computer, please visit us at www.americanexpress.com.

visit us at www.americanexpress.com.

Late Fees: We will assess fees for late payment in accordance with the Cardmember Agreement, as amended. To avoid fees for late payment, we must receive your payment for the amount due on this statement, not later than the closing date of your next statement.

Lost or Stolen Card: If the Card is lost or stolen, telephone us immediately at the number indicated on your paper statement or click on the Customer Service link online. Outside the U.S., call collect or contact the nearest American Express Travel Service Office or other local American Express office.

In Case of Errors or Questions About Your Bill: If you think your bill is wrong, or if you need more information about a transaction which appears on your statement, write or call the Customer Service department as indicated on your paper statement, or click on the Customer Service link online. We must hear from you no later than 60 days after we sent you the first bill on which the error or problem appeared.

What We Need From You When You Have A Billing Inquiry: 1. Your name and account number; 2. The dollar amount of the suspected error; 3. Describe the error and explain why you believe there is an error. If you need more information, describe the item you are unsure about. While we are investigating the amount in question, you are still obligated to pay the parts of your bill that are not in question. Please retain any receipts pertinent to your claim.

case of Errors or Questions About Your Electronic Transfers: Please contact us by visiting us online at open american express.com, or you can call us at 1-800-IPAY-AXP for Pay By Phone and Pay By Computer issues, or 1-800-CASH-NOW for Express Cash and automatic payment issues. You can also write to the Express Cash Operations address indicated on your statement. If you think your statement, receipt, or transaction is wrong, blease contact us as soon as possible. We must hear from you no later than 60 days after we sent you the FIRST statement on which the problem or error appeared.

When contacting us: 1. Tell us your name and account number; 2. Provide the dollar amount of the suspected error; 3. Describe the error or the transfer you are unsure of, and explain as clearly as you can why you believe there is an error of why you need more information. We will investigate your complaint and correct any error promptly. If we take more than 10 business days to do this, we will credit your account for the amount you think is in error, so that you will have use of the money during the time it takes us to complete our investigation.

Credit Balance: If a credit balance (designated "CR") is shown on this statement, no payment is required. You may make tharges against the credit balance or request a refund. Requests for refunds should be made in writing to the Refund and the Customer Service address indicated on your paper statement, or click on the Customer Service link online.



To Pay By Phone 1-800-472-9297

Customer Service 1-800-492-8468 24 hours/7 days

Express Cash 1-800-CASH-NOW

Lost or Stolen Card 1-800-492-3344

International Collect 1-623-492-7719

Hearing Impaired (9am-5pm EST) TTY: 1-800-221-0050 FAX: 1-800-695-9090 In NY: 1-800-552-1897



Correspondence

Customer Service P.O. Box 297804 Ft. Lauderdale, FL 33329-7804

Express Cash Operations P.O. Box 297815 Ft. Lauderdale, FL. 33329-7815

Payments P.O. BOX 650448 DALLAS TX 75265-0448

Closing Date 03/09/04

New Ac	tivity Continued			Foreign Spending	Amount 5
02/10/04	DET METRO MCNAMA PARDETROIT MI AUTO PARKING LOTS	,			84.0
02/11/04	CENTURY PLAZA HOTEL 310-2772000 CA Arrival Date Departure Date 02/07/04 02/10/04 HOTEL/LODGING LODGING				1,707.69
02/14/04	CONGRESS RESTAURANT&2487388674 MI FOOD BEVERAGE				179.00
02/14/04	CONGRESS RESTAURANT&2487388674 MI FOOD BEVERAGE				43.00
02/14/04	CONGRESS RESTAURANT&2487388674 MI FOOD BEVERAGE				179.00
02/17/04	DET METRO MCNAMA PARDETROIT MI AUTO PARKING LOTS				56.00
02/19/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C LAS VEGAS NV DETROIT MI-WAYNE C Ticket Number: 01275416097034 Passenger Name: BARCLAY/R	Carrier: NW NW Date of Dep	Class: BA BA arture: 02/20	-	616.70
02/19/04	Document Type: PASSENGER TICKET EXPEDIA SVC/DLVRY FE800-397-3342 WA				5.00
)2/19/04	NON-REFUNDABLE				5.00
02/21/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275416097034				4.99
02/24/04	AMEX DISABILITY PLANS, 1-888-668-9050 AMEX ACCIDENTDISABILITY				12.95
02/28/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C ATLANTA GA DETROIT MI-WAYNE C Ticket Number: 01275428761143 Passenger Name: BARCLAY/R Document Type: PASSENGER TICKET	Carrier: NW NW NW Date of Depa	Class: MA KX arture: 03/06		297.20
2/28/04	EXPEDIA SVC/DLVRY FE800-397-3342 WA NON-REFUNDABLE				5.00
2/29/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01275428761143		· · · · · · · · · · · · · · · · · · ·		4.99
2/29/04	NELSON EMAIL ORGANIZNELSON BC GOODS/SERVICES			33.05 Canadian Dollars	25.16
3/04/04	CONGRESS RESTAURANT&2487388674 MI FOOD BEVERAGE				335.25
3/07/04	NORTHWEST AIRLINES ST. PAUL MN From: To: ATLANTA GA Not Available Ticket Number: 01221000178426 Passenger Name: BARCLAY/ROBI	Carrier: NW Date of Depar	Class: MA ture: 03/08		197.00
3/08/04	EXPEDIA INC ATLANTA GA NORTHWEST AIRLINES From: To: DETROIT MI-WAYNE C LAS VEGAS NV DETROIT MI-WAYNE C Ticket Number: 01275441905463 Passenger Name: BARCLAY/R Document Type: PASSENGER TICKET	Carrier: NW NW Date of Depar	Class: BA BA ture: 03/12		616.70

03/08/04	tivity Continued		Foreign Spending	Amount
	EXPEDIA INC ATLANTA GA			515.2
00,00,01	AMÉRICA WEST AIRLINES			010.
2. 2. 4. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2	From: To:	Carrier: Class:	3 -07± - x	
	J F KENNEDY A/P NY LAS VEGAS NV	HP WA		
	J F KENNEDY A/P NY	HP WA		
•	Ticket Number: 40175441900123	Date of Departure: 03/12		
	Passenger Name: LIGHTFOOT/L Document Type: PASSENGER TICKET			
03/08/04				E1E 0/
03/08/04	EXPEDIA INC ATLANTA GA AMERICA WEST AIRLINES			515.20
	From: To:	Carrier: Class:	•	
	J F KENNEDY A/P NY LAS VEGAS NV	HP WA		
7	J F KENNEDY A/P NY	HP WA		
	Ticket Number: 40175441900134	Date of Departure: 03/12		
	Passenger Name: PAIGE/S			
	Document Type: PASSENGER TICKET			
03/08/04	DET METRO MCNAMA PARDETROIT MI			56.00
3	AUTO PARKING LOTS			
03/08/04	EXPEDIA SVC/DLVRY FE800-397-3342 WA	×.	Agrico	10.00
1	NON-REFUNDABLE		, , , , , , , , , , , , , , , , , , ,	
03/08/04	EN EDIN GLOSDELLI LEGGO CON CONT. WILL	"		5.00
	NON-REFUNDABLE			
03/09/04	WESTIN HOTELS ATL AR404-7627676 GA	.t :		199.98
	Arrival Date Departure Date			
	03/07/04 03/08/04			
	HOTEL/LODGING			
	LODGING			
Total of I	New Activity for ROBIN M BARCLAY		New Charges Payments/Credits	6,352,47 -13,946.20
			· Aymenta/Oredita	-10,540.20
New Acti	vity for HARLEY BROWN		· · · · · · · · · · · · · · · · · · ·	
Card XXXX-XXX				
				
	MARIOS DETROIT MI			224.70
	MARIOS DETROIT MI 01 FOOD AND BEVERAGE			224.70
02/15/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70			<u> </u>
02/15/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI			224.70 75.75
02/15/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE			<u> </u>
02/15/04 02/16/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75			75.75
02/15/04 02/16/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI	October Class		<u> </u>
02/15/04 02/16/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI From: To:	Carrier: Class:	,	75.75
02/15/04 02/16/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN	NW Y2		75.75
02/15/04 02/16/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI From: To:	NW Y2 NW Y2 NW Y3		75.75
02/15/04 02/16/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C. Ticket Number: 01221985765340	NW Y2 NW Y2		75.75
02/15/04 02/16/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C	NW Y2 NW Y2 NW Y3		75.75
02/15/04 02/16/04 02/17/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C. Ticket Number: 01221985765340	NW Y2 NW Y2 NW Y3		75.75
02/15/04 02/16/04 02/17/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV To: NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C Ticket Number: 01221985765340 Passenger Name: STEWARD/EMAN NORTHWEST AIRLINES LIVONIA MI From: To:	NW Y2 NW Y2 NW Y3 Date of Departure: 02/18		75.75 2,137.30
02/15/04 02/16/04 02/17/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C Ticket Number: 01221985765340 Passenger Name: STEWARD/EMAN NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN	NW Y2 NW Y2 NW Y3 Date of Departure: 02/18 Carrier: Class: NW Y2		75.75 2,137.30
	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C Ticket Number: 01221985765340 Passenger Name: STEWARD/EMAN NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV LAS VEGAS NV	NW Y2 NW Y2 NW Y3 Date of Departure: 02/18 Carrier: Class: NW Y2 NW Y2		75.75 2,137.30
02/15/04 02/16/04 02/17/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C Ticket Number: 01221985765340 Passenger Name: STEWARD/EMAN NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN	NW Y2 NW Y2 NW Y3 Date of Departure: 02/18 Carrier: Class: NW Y2		75.75 2,137.30
02/15/04 02/16/04 02/17/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C Ticket Number: 01221985765340 Passenger Name: STEWARD/EMAN NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C	NW Y2 NW Y3 NW Y3 Date of Departure: 02/18 Carrier: Class: NW Y2 NW Y2 NW Y2 NW Y3		75.75 2,137.30
02/15/04 02/16/04 02/17/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C Ticket Number: 01221985765340 Passenger Name: STEWARD/EMAN NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C Ticket Number: 01221985765350 Passenger Name: BROWN/HARLEY	NW Y2 NW Y3 NW Y3 Date of Departure: 02/18 Carrier: Class: NW Y2 NW Y2 NW Y2 NW Y3		2,137.30 2,137.30
02/15/04 02/16/04 02/17/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C. Ticket Number: 01221985765340 Passenger Name: STEWARD/EMAN NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C Ticket Number: 01221985765350 Passenger Name: BROWN/HARLEY NORTHWEST AIRLINES DETROIT MI	NW Y2 NW Y3 Date of Departure: 02/18 Carrier: Class: NW Y2 NW Y2 NW Y2 NW Y3 Date of Departure: 02/18		75.75 2,137.30
02/15/04 02/16/04 02/17/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 224.70 MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV 75.75 NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C. Ticket Number: 01221985765340 Passenger Name: STEWARD/EMAN NORTHWEST AIRLINES LIVONIA MI From: To: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C Ticket Number: 01221985765350 Passenger Name: BROWN/HARLEY NORTHWEST AIRLINES DETROIT MI From: To:	NW Y2 NW Y3 NW Y3 Date of Departure: 02/18 Carrier: Class: NW Y2 NW Y2 NW Y2 NW Y3		2,137.30 2,137.30
02/15/04 02/16/04 02/17/04	MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV MARIOS DETROIT MI 01 FOOD AND BEVERAGE FOOD-BEV TO FOOD AND BEVERAGE FOOD-BEV NORTHWEST AIRLINES LIVONIA MI From: DETROIT MI-WAYNE C Ticket Number: 01221985765340 Passenger Name: STEWARD/EMAN NORTHWEST AIRLINES LIVONIA MI From: DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C MEMPHIS TN LAS VEGAS NV DETROIT MI-WAYNE C Ticket Number: 01221985765350 Passenger Name: BROWN/HARLEY NORTHWEST AIRLINES DETROIT MI From: To:	NW Y2 NW Y3 Date of Departure: 02/18 Carrier: Class: NW Y2 NW Y2 NW Y2 NW Y3 Date of Departure: 02/18 Carrier: Class:		2,137.30 2,137.30



New Ac	tivity Continued		Foreign Spending Amount
02/19/04	SAM'S TOWN TUNICA ROBINSONVILLE. MS Arrival Date Departure Date 02/18/04 02/19/04 LODGING ASSURED RESERVATION	No of Nights	130.90
02/19/04	HOTEL JEROME-LODGINGASPEN CO LODGING		2,285.16
02/19/04	THE CHEESECAKE FCTRYMARINA DEL RY CA FOOD/BEVERAGE		172.40
02/20/04	AMERICA WEST AIRLINESLOS ANGELES CA From: To: LOS ANGELES CA LAS VEGAS NV Ticket Number: 40121556941060 Passenger Name: BROWNHARLEY Document Type: PASSENGER TICKET	Carrier: Class: HP Y6 Date of Departure: 02/20	292.10
02/20/04	AMERICA WEST AIRLINESLOS ANGELES CA From: To: LOS ANGELES CA LAS VEGAS NV Ticket Number: 40121556941071 Passenger Name: STEWARD/EMANUEL Document Type: PASSENGER TICKET	Carrier: Class: HP Y6 Date of Departure: 02/20	292.10
02/20/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01221985765350		4.99
02/20/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01221985765340		4.99
02/21/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01221985932463		4.99
02/21/04	MARRIOTT 337T7MRNBCHMARINA DEL REY CA Arrival Date Departure Date 02/19/04 02/20/04 LODGING	No of Nights	322.82
02/21/04	MARRIOTT 337T7MRNBCHMARINA DEL REY CA Arrival Date Departure Date 02/19/04 02/20/04 LODGING	No of Nights	272.25
2/21/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 40121556941071		4.99
2/21/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 40121556941060		4.99
2/22/04	BELLAGIO HOTEL & CASLAS VEGAS NV LODGING CHRGS		722.27
3/02/04	NORTHWEST AIRLINES DETROIT MI From: To: DETROIT MI-WAYNE C LOS ANGELES CA DETROIT MI-WAYNE C Ticket Number: 01221992687953 Passenger Name: BROWN/HARLEY	Carrier: Class: NW VA NW VE Date of Departure: 03/04	408.20
3/02/04	NORTHWEST AIRLINES DETROIT MI From: To: DETROIT MI-WAYNE C LOS ANGELES CA DETROIT MI-WAYNE C Ticket Number: 01221992697285 Passenger Name: STEWARD/EMAN	Carrier: Class: NW VA NW VE Date of Departure: 03/04	408.20

New Ac	tivity Continued	Foreign Spending	Amount \$
03/02/04	DETROIT MI-WAYNE C LOS ANGELES CA NW V	Class; /A /A 03/04	398.20
03/02/04	NORTHWEST AIRLINES DETROIT MI From: To: Carrier: C DETROIT MI-WAYNE C LOS ANGELES CA NW V	Class: 'A 'E 03/04	408.20
03/03/04	MORTON'S OF SOUTHFIESOUTHFIELD MI 00/FOOD AND BEVERAGE FOOD/BEV 312.49 TIP 35.00		347.49
3/05/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01221992697285		4.99
3/05/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01221992687953		4.99
3/05/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01221992714866		4.99
3/05/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 01221992700250		4.99
3/06/04	ROSE CAFE MARKET VENICE CA FOOD/BEVERAGE FOOD-BEV 99.70 WAITER 20.00		119.70
3/06/04	CAKWOOD MARINA DEL RMARINA DELREY CA LODGING		2,225.00
3/07/04	AMERICA WEST AIRLINESPHOENIX AZ From: To: Carrier: CI DETROIT MI-WAYNE C LOS ANGELES CA HP BA PHOENIX AZ HP DETROIT MI-WAYNE C HP Q K	ass: A	441.40
	Ticket Number: 40121560715736 Date of Departure: 0 Passenger Name: SANDERS/AZELEA Document Type: PASSENGER TICKET	03/08	
3/08/04*	AIRFLIGHT INSURANCE PREMIUM TKT NO. 40121560715736		4.99
otal of l	New Activity for HARLEY BROWN	New Charges Payments/Credits	14,347.04 0.00
otal of	New Activity	New Charges Payments/Credits	20,699.51 -13,946.20

Account Number
XXXX-XXXXX2-58000

Closing Date 03/09/04

Page 7 of 12

Please detach here

Travel Insurance Premium Refund Form If you have been charged an insurance premium for one of the reasons listed on the back of this form, please 1) provide the information requested and 2) check the reason for your refund. Attach additional pages if necessary. Please deduct the total premium refund from your payment and return this form with payment. In order to receive a refund you must fill out this form completely. Failure to do so may result in a delay in processing or a denial of your request. If you are claiming for an uninsured person you must indicate his/her name on the back of the form.							Account Number.	
Vendor Name	Ticket/Rental Amount	Ticket/Rental Agreement No.	Month Billed	No. of Premiums	Program	Premium Amount	Total	-
"Airline"	\$374.20	001643835	March	1	Airflight	\$4.50	\$4.50	EXAMPLE
Use the back	of this form (or attach addition	onal pages fo	er additional pr	emium refun	d requests.		Total No. of premiums
Please check the reason for request to ensure a timely Refund. (See reverse side of your refund form for explanation.)		Non-fare airline services charge (excess baggage, itinerary change, upgrade, cancellation, or any other non-air transportation charge).				Uninsured car rental vehicle (e.g. cargo van or motorcycle)		Total Refund Requested
		dependent childre and their spouses	n under age 23°, o	r than yourself, your s r your Additional Card Iren under age 23*). 9.	pouse, your members	Two or more premium charges for same car rental. Cancelled car rental/ no show.		\$
		Non-scheduled ai (e.g. charter). Cancelled trip.	rline flight			Other charges un actual car rental (e.g. gas).	

									400
Enrollees are due a premium refund if premiums were charged for cancelled trips, uninsured persons (someone other than yourself, spouse, dependent children under age 23*), itinerary changes, upgrading of class, non-scheduled airline flights, excess baggage or any other non-air transportation charges. Enrollees are also due a premium refund if premiums were billed for a cancelled car rental or no show, an uninsured car rental vehicle, if two premiums were charged for the same car rental, or other charges unrelated to the actual car rental, if premiums were billed for a car rental in an excluded country. *For NY residents only: Dependents under the age of 19 are covered for Automatic Flight Insurance. **Uninsured Name** **Relationship to You**								magnificació e e e e e e e e e e e e e e e e e e e	
Vendor Name	Ticket/Rental Amount	Ticket/Rental Agreement No.	Month Billed	No. of Premiums	Program	Premium Amount	Total	•	
,		<u> </u>							

Closing Date

03/09/04

Notice of Changes to Your Agreement

We are making **Important Changes** to your American Express Cardmember Agreement governing the American Express[®] Card Account identified on this Notice. We urge you and any Additional Cardmembers on your Account to read this Notice carefully.

The changes made to the Cardmember Agreement will become effective as indicated below. This Notice formally amends that Agreement and any contrary or conflicting language in that Agreement is replaced fully and completely. Note that the terms of your Account are subject to change (including increasing APRs and fees and changing fixed APRs to variable APRs) in accordance with the Agreement governing your Account. All terms of the Agreement not amended herein remain in full force and effect.

This is an important Notice of changes to your American Express Card Account Agreement. We recommend that you carefully review the changes, and then file this Notice for future reference. If you have questions regarding this Notice, please call the telephone number listed on the back of your American Express Card.

Dishonored Payment Fee (Effective May 8, 2004)

We are increasing the fee to \$38 whenever any check, similar instrument, electronic payment order that we receive, or a check presented at an American Express Travel Services Office or other authorized location is not honored by your bank or other financial institution. Accordingly, we are amending the **Other Fees** section of your Cardmember Agreement applicable to Dishonored Payments by replacing "\$29" with "\$38." We are also replacing the "\$29" with "\$38" in the **Fees** section of your "Agreement between Cardmember and American Express Travel Related Services Company, Inc. Concerning Electronic Funds Transfer Services."

APR Applicable to Extended Payment Option Accounts (Effective with billing periods ending in June 2004) We are amending the Finance Charges section of your Extended Payment Option Agreement as follows:

<u>Determining the Prime Rate Applicable to Your Account.</u> We are changing the timing of when we determine the Prime Rate used to calculate the variable **APRs** applicable to your Account to the higher of the 1st or 25th day of the month prior to the month in which your billing period ends. Accordingly, the subsection of the **Finance Charges** section of your Extended Payment Option Agreement that describes the Prime Rate is revised to replace "20th day" with "25th day."

APR Applicable to Accounts in Default: We are changing the Default Rate applicable to your Extended Payment Option Account from a fixed APR of 23.99% to a variable APR equal to the Prime Rate plus 21.99%. This change will apply to Accounts that are currently at the Default Rate as well as Accounts that go into default in the future.

Accordingly, the sentence in the **Finance Charges** section of your Extended Payment Option Agreement that describes the Default Rate is replaced with the following sentence:

"The Default Rate is a DPR which corresponds to an APR equal to the Prime Rate plus 21.99%."

Other Important Information About Your Account

Annual EFT Error Resolution Notice

This notice is to inform you about how you should notify us of errors or questions regarding any electronic fund transfers you initiate using your American Express Card or electronic payments you make to American Express using Pay By Phone, Pay By Computer, or any other American Express electronic payment service.

In case of errors or questions about your Electronic Transfers, please telephone us at 1-800-IPAY-AXP for Pay By Phone and Pay By Computer questions, and at 1-800-CASH-NOW for Express Cash and Automatic Payment questions. Alternatively, you may write to us at the Express Cash Operations address indicated on your billing statement or E-mail us by clicking on the Customer Service Link online at www.americanexpress.com.we must hear from you no later than 60 days after we sent the FIRST statement on which the problem or error appeared or question arose. When you contact us, please provide the following information:

- (1) Tell us your name and account number.
- (2) Describe the error or the transfer you are unsure about, and explain as clearly as you can why you believe it is an error or why you need more information.
- (3) Tell us the date and dollar amount of the suspected error.

If you tell us orally, we may require that you send us your complaint or question in writing within 10 business days of the call. We will determine whether an error occurred within 10 business days and will correct any error promptly. If we need more time, however, we may take up to 45 days to investigate your complaint or question. If we decide we need up to 45 days, we will credit your account within 10 business days for the amount you think is in error, so that you will have the use of the money during the time it takes us to complete our investigation. If we ask you to put your complaint or question in writing and we do not receive it within 10 business days, we may not credit your account. For errors involving new accounts, point-of-sale or foreign-initiated transactions, we may take up to 90 days to investigate your complaint or question. We will tell you the results within three business days after completing our investigation. If we decide that there was no error, we will send you a written explanation. You may ask for copies of the documents that we used in our investigation.

Closing Date 03/09/04

An Important Notice Concerning Cardmember Privacy

This Privacy Notice is addressed to United States holders of personal American Express. Charge Cards or accounts, Optima Cards or accounts, and other personal credit card accounts that we issue, and to United States holders of business charge and credit cards from OPEN: The Small Business Network from American Express. This Notice explains how we collect and safeguard information about you and how to tell us your opt out choices. In this Notice, American Express Travel Related Services Company, Inc., American Express Centurion Bank, and American Express Bank, FSB are called "American Express," "we," "our," and "us." The cards and accounts that we issue are called "Cards" or "Card accounts." Holders of those Card accounts are called "Cardmembers" or "you." "Affiliates" refers to other companies in the American Express family, related to us by common control or ownership.

What Information Do We Collect?

We obtain information about you from a variety of sources. You provide us with information about yourself, for example by completing Card applications. This includes your name, address, social security number, and income and asset information. Your use of the Card and your other transactions with us and our Affiliates provide us with additional information, such as your spending and payment history.

Other sources, such as credit reporting agencies and providers of marketing information, furnish us with additional information about your credit history, purchasing preferences, and other matters. We also obtain information in connection with our efforts to protect against fraud. We call all of this information "Cardmember Information."

What Do We Do with This Information?

We use Cardmember Information in connection with delivering products and services to you. To do this it is often necessary to share it with our Affiliates and other companies we work with. These include companies that manage Card accounts, offer affinity, frequent-user, and reward programs, companies that perform marketing services and other business operations for us, and companies whose products or services are provided as a benefit of your Card account. We may also share Cardmember Information with other financial

institutions with whom we jointly offer products and services. And we may disclose it to other third parties as permitted by law. For example, we disclose Cardmember Information in response to subpoenas, to credit reporting agencies, and to help prevent fraud.

Your Opt Out Choices

You have "opt out" choices about offers that may be sent to you and how those offers may be delivered to you. You may also opt out from certain disclosures of Cardmember Information. Your opt out-choices and how to opt out are explained below.

Offers for Products and Services of Other Companies

We work with other companies, such as merchants that accept the Card, so that you may receive offers for their products and services. We use Cardmember Information to help make these offers more relevant and valuable to you. If you respond to one of these offers, the other company will know certain information about you, such as your name, that you are a Cardmember, and that you met the qualifications established for the offer.

Your choice: You may opt out from receiving these offers by calling us at 800-297-8378 or by filling out the attached form and returning it to the address on the form. You may also include the form with your regular payment.

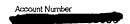
Please Note: You may receive additional privacy notices that provide information and different opt out choices for other Card accounts that are applicable only to those accounts.

Card accounts that are applicable only to those accounts.									
Please complete this form if you choose to op than use the toll-free number, which is 800-29 you don't need to respond unless you want to che Express along with your payment coupon using the statement.	If you do not have a payment envelope, mail your response to: American								
Offers for Products and Services of Other Companies Do not send me offers for products and services of other companies.	Offers for American Express Products and Services Mail: Do not mail me offers for American Express products and services.	Express Cardmember Information Services P.O. Box 299836							
Credit Information Provided to Our Affiliates Do not share credit-related information about me (except as described in this	Telephone Offers: Do not contact me by telephone to offer me products and services.	Ft. Lauderdale FL 33329-9836							

Account Number 3783-403702-58000

Notice) with American Express Affiliates.

MU/1LE/0304 FDR 706671



Offers for American Express Products and Services

Mail Offers

We may mail you offers for American Express products and services.

Your choice: To opt out from receiving these mailings, call us at 800-297-8378 or fill out the attached form and return it to the address on the form. You may also include the form with your regular payment.

Telephone Offers

We may contact you by telephone about our products and services or those that we offer with our business partners.

Your choice: To opt out from receiving telephone offers, call us at 800-297-8378 or fill out the attached form and return it to the address on the form. You may also include the form with your regular payment.

Information We Share with Our Affiliates

Our Affiliates include financial advisors, publishers, insurers, and travelers cheques issuers. American Express Travel Related Services Company, Inc., and American Express Centurion Bank, and American Express Bank, FSB are Affiliates of each other. We may disclose certain Cardmember Information to our Affiliates to provide services for your Card account and to develop and send you offers for their products and services. We are permitted by law to share with our Affiliates information about our transactions and experiences with you, such as your payment history. But you can opt out of our sharing with our Affiliates other credit-related information (such as your credit history as shown on a consumer report):

Your Choice:

To opt out from our sharing credit-related information with our Affiliates (except as permitted by law) call us at 800-297-8378 or fill out the attached form and return it to the address on the form. You may also include the form with your regular payment.

E-Mail Offers

We may send you e-mail offers for our products and services, and those of our Affiliates and other companies we work with. We don't share e-mail addresses with other companies for them to market their own products and services to you.

Your choice: To opt out from receiving these e-mail offers, enter your preferences at the "Set E-Mail Preferences" page of our Internet Privacy Statement at www.americanexpress.com/preferences.

Additional Information About Your Opt Out Choices If you are the primary Cardmember on your Card account, your opt out choices will also apply to any other Cardmembers on your Card account. If you opt out, we may still include notices and information about the Card and other products and services when communicating with you about your Card account and related products and services.

Information Security

We take commercially reasonable physical, electronic and procedural steps to help safeguard Cardmember Information.

Former Customers

If you cancel your Card, or your Card account(s) are closed, we will continue to treat and safeguard Cardmember Information about you as described in this Notice.

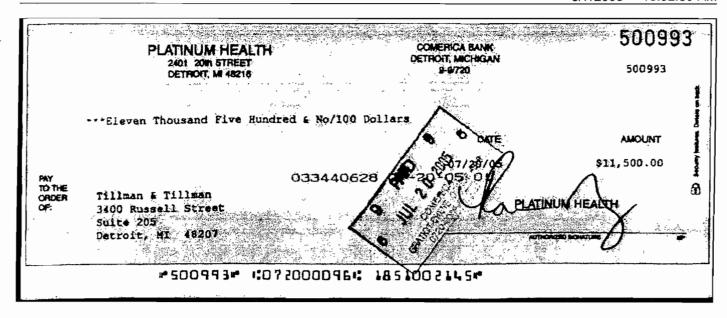
For Vermont Cardmembers Only

If your Card account has a Vermont billing address, we will automatically treat your account as if you had checked the lower-left hand box on the attached opt out form. We may share your name and contact information, and information about our transactions or experiences with you, with financial institutions with whom we jointly offer financial products and services and with our Affiliates. This Notice describes opt out choices about certain other uses of Cardmember Information.

AMERICAN EXPRESS EXPENDITURE

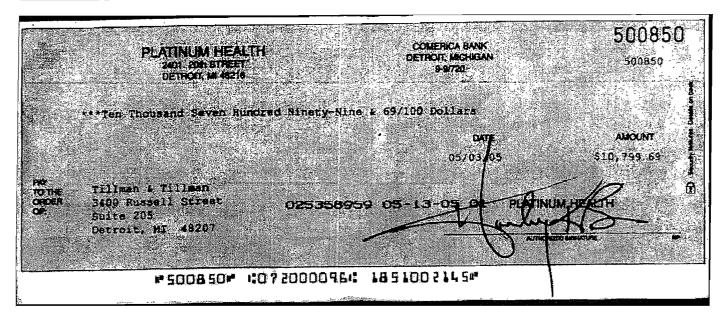
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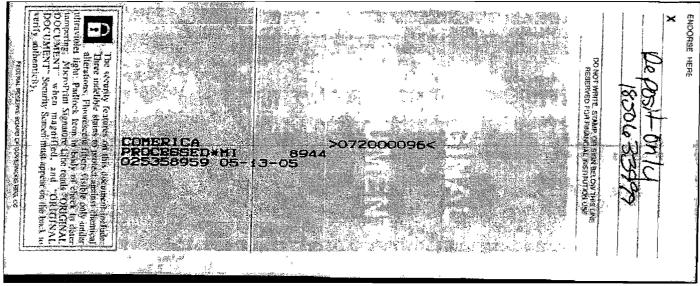
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Process Control





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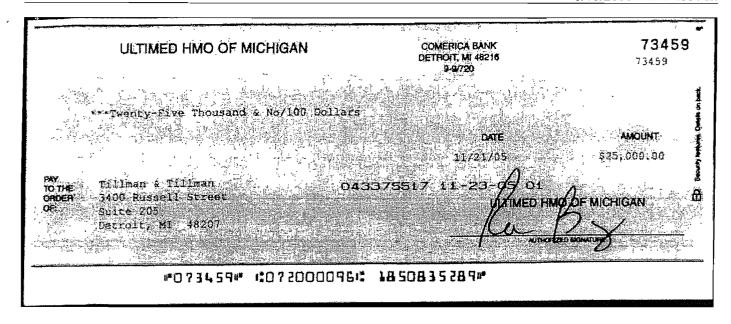
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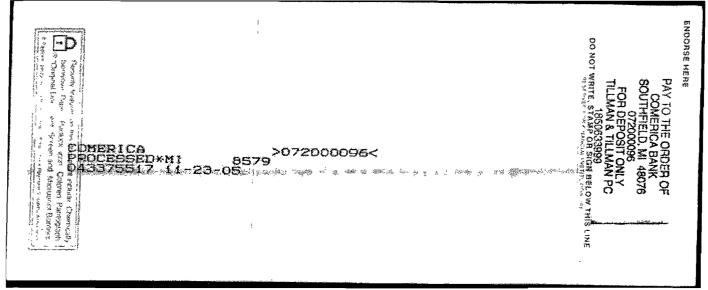
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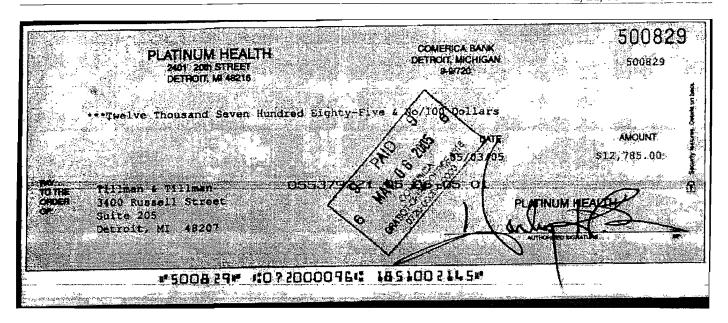


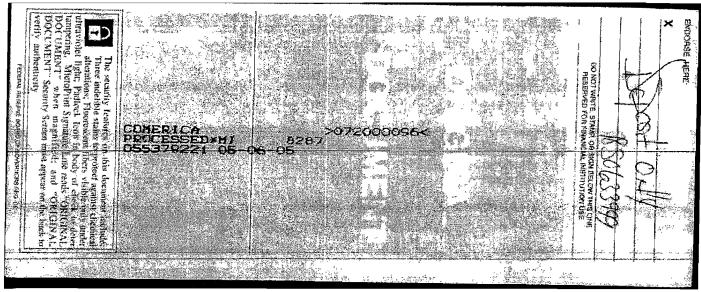
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Amount \$12,785.00

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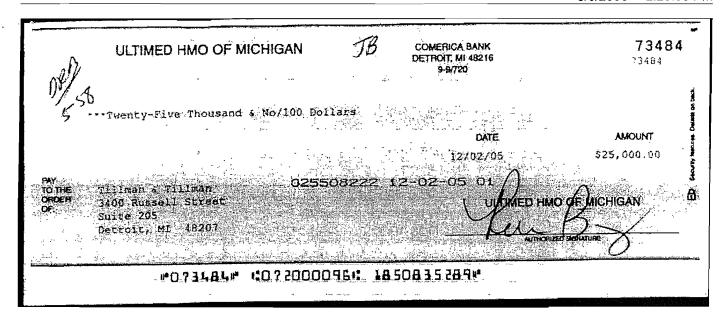
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Check # Amount \$25,000.00

Issue Date Paid Date Sequence 12/2/2005 25508222

Customer Data Bank # 7200009

GL Category CD VolID/CIMS Key CD Label

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Process Control